THE AVENGERS
APPROVED BY THE COMICS CODE AUTHORITY
IND.
MARVEL COMICS GROUP 12¢
6 JULY
HAVE WE GOT A TALE FOR YOU!! PLEASE DON'T FRUSTRATE US... YOU'VE GOT TO READ IT!!
Introducing "ZEMO! and his MASTERS OF EVIL!"
WE OUT-DID OURSELVES IN THIS ISSUE!! YOU'RE GOING TO SEE MORE SUPER-HEROES, MORE SUPER-VILLAINS, AND MORE SUPER-BONEHEAD MISTAKES THAN EVER, IN THIS ACTION-PACKED, FEATURE-LENGTH THRILLER!

Earn BIG MONEY

Learn ELECTRIC APPLIANCE REPAIRING At Home In Your Spare Time!

WE FURNISH YOU THIS AMAZING ELECTRONIC KIT

WE GIVE YOU ALSO THE CERAMIC HEATER KIT

"All CTS graduates are entitled to CTS lifetime advisory service."

R. S. Frazer, President

START YOUR OWN BUSINESS

There are millions of electrical equipment units in daily use in factories, homes, office buildings and on farms. Skilled electrical technicians are needed to keep this equipment in good running condition. Learn at home in your spare time.

$5.00-$6.00 PER HOUR

is often charged for making ordinary repairs. We show you how to repair refrigerators, vacuum cleaners, washing machines, motors, factory equipment, electrical farm equipment, do house wiring, etc.

BEGIN IN YOUR OWN KITCHEN, BASEMENT OR GARAGE. You don't need elaborate fixtures or expensive equipment to be a successful repairman. Work as many hours as you wish. The Electrical Appliance Technician is his own boss!

IF YOU ARE MECHANICALLY INCLINED, can hold and use tools, we will give you the training and time saving kits—a multi-purpose CHRISTY ELECTRONIC KIT whose dials show you exactly where the trouble lies with electrical equipment that does not work properly—a CERAMIC HEATER KIT that enables you to wire your own heating elements and pocket all of the profits for yourself—LESSON MANUALS written in simple, easy-to-understand language profusely illustrated showing step-by-step repair shortcuts—all of which give you the Know-how for making more money and how to get financial security.

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CHRISTY TRADES SCHOOL, Dept. A-471,
3214-16 W. Lawrence, Chicago 25, Ill.

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Please rush me your FREE ILLUSTRATED BOOK about Electrical Appliance Servicing, facts on your Electronic Kit and Special form for paying later from earnings while learning.

Name _____ Age _____

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THE MIGHTY AVENGERS

MEET THE "MASTERS OF EVIL!"

CAUTION!! DON'T TEAR THIS MAGAZINE OR WRINKLE THE PAGES OR GET FOOD STAINS ON IT! WE HAVE A HUNCH YOU'LL WANT TO SAVE IT AS A COLLECTOR'S ITEM FOR A LONG, LONG TIME!

WHILE STOPPING IN CHICAGO TO REFUEL THEIR JETCOPTER ON ITS FLIGHT FROM THE WEST TO NEW YORK IN ANSWER TO A CALL FROM THE TEEN BRIGADE, *(SEE THE ENDING OF "AVENGERS" #5...EDITOR)* THE AVENGERS WATCH THEIR NEWEST MEMBER DEMONSTRATE THE MANY WAYS HE CAN USE HIS FAMOUS COLORFUL SHIELD...

CAP'S SHIELD ACTS AS THOUGH IT'S *ALIVE!* LOOK AT IT *MOVE!*

WOW! HE'S REALLY SOME-THIN'!

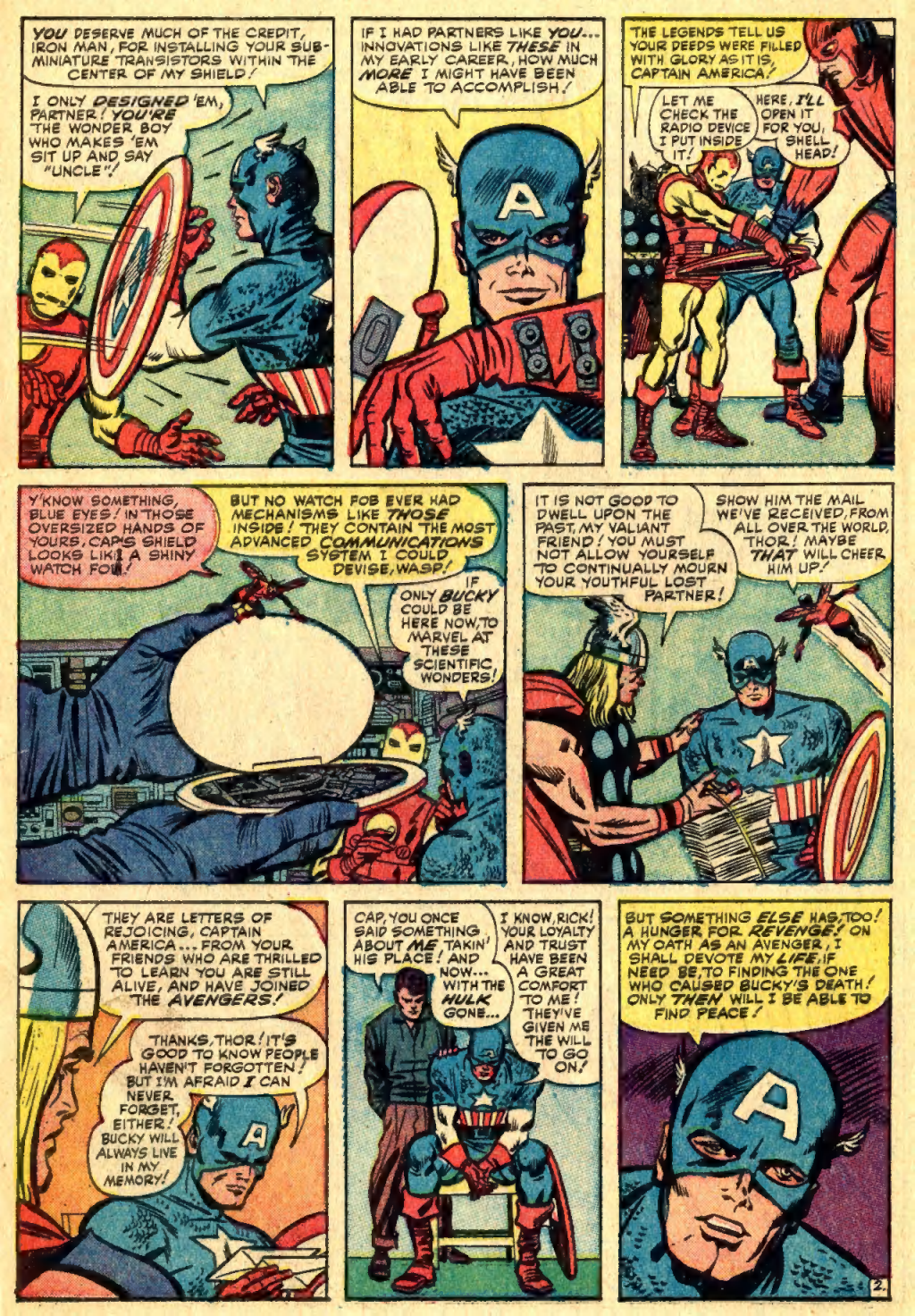
HE IS CONTROLLING IT WITH THE MAGNETS HE WEARS ON HIS GLOVE!

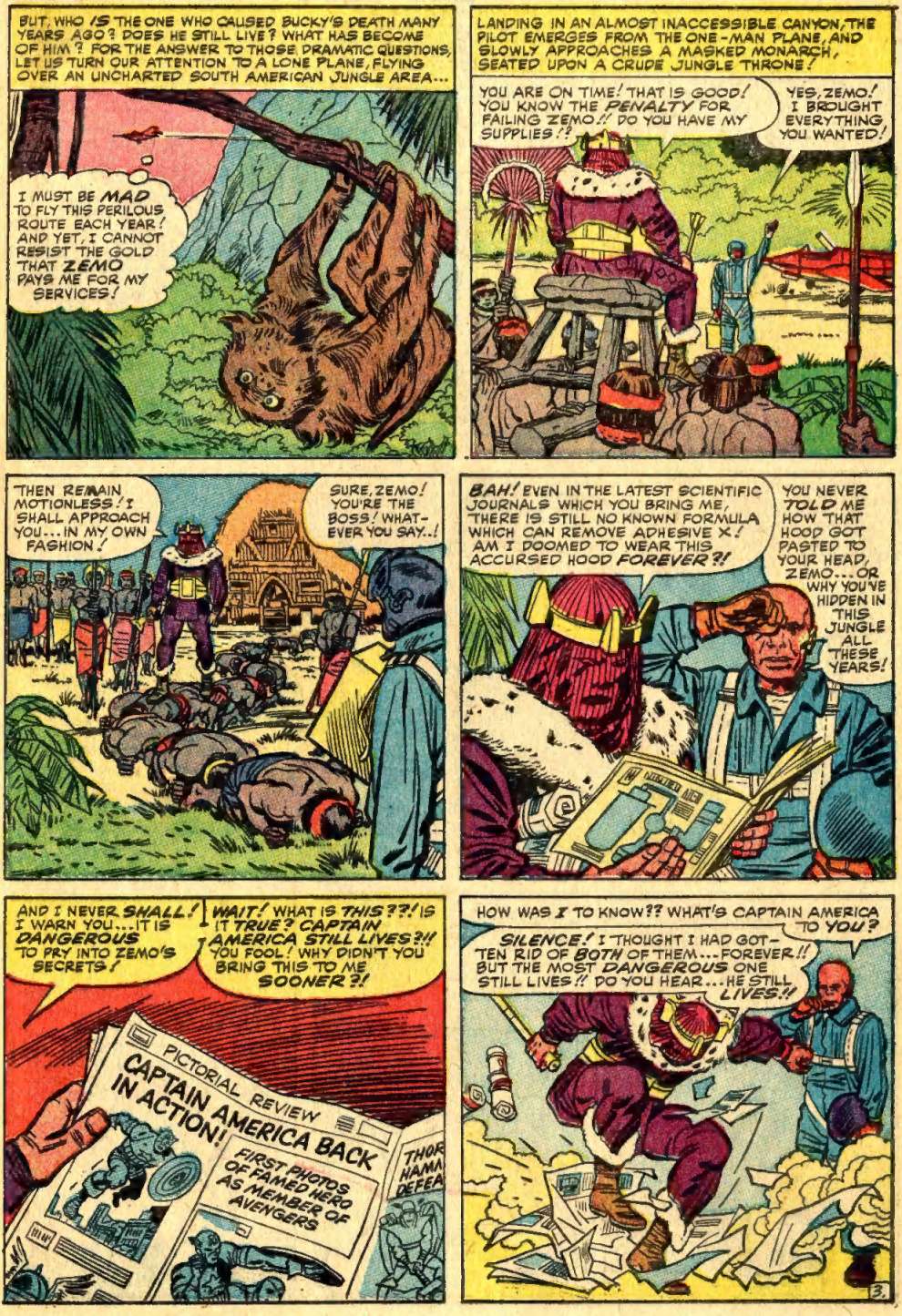
THAT WHIRLING SHIELD OF YOURS IS LIKE AN ALL-PURPOSE DETERGENT, CAP!!

LOOKS LIKE YOU WON'T NEED ME TO BACK-STOP YOU, PAL! YOU HANDLE THAT THING LIKE IT'S A *PART* OF YOU!!

X-699

WRITTEN BY THE INSPIRED TYPEWRITER OF	DRAWN BY THE ENCHANTED PENCIL OF	INKED BY THE GIFTED BRUSH OF	LETTERED BY THE SCRATCHY PEN OF
STAN LEE	JACK KIRBY	CHIC STONE	S. ROSEN

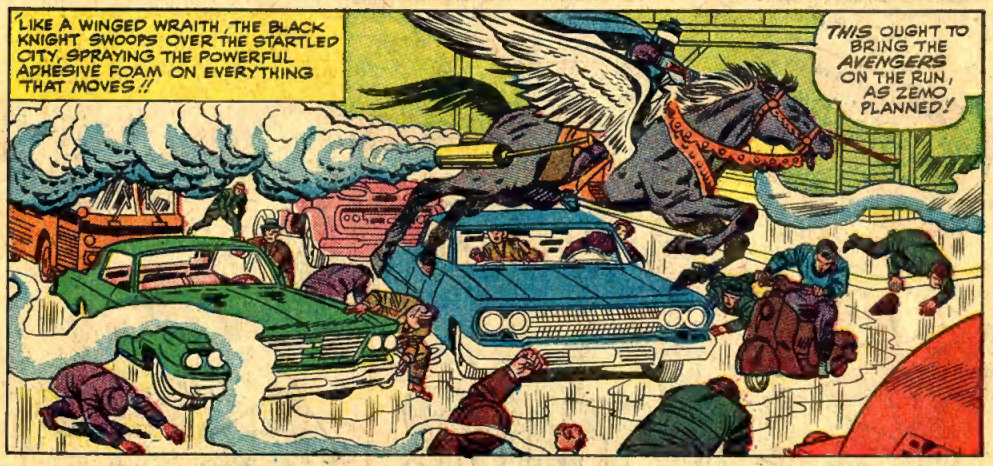

YOU DESERVE MUCH OF THE CREDIT, IRON MAN, FOR INSTALLING YOUR SUB-MINIATURE TRANSISTORS WITHIN THE CENTER OF MY SHIELD!
I ONLY DESIGNED 'EM, PARTNER! YOU'RE THE WONDER BOY WHO MAKES 'EM SIT UP AND SAY "UNCLE"!
IF I HAD PARTNERS LIKE YOU... INNOVATIONS LIKE THESE IN MY EARLY CAREER, HOW MUCH MORE I MIGHT HAVE BEEN ABLE TO ACCOMPLISH!
THE LEGENDS TELL US YOUR DEEDS WERE FILLED WITH GLORY AS IT IS, CAPTAIN AMERICA!
LET ME CHECK THE RADIO DEVICE I PUT INSIDE IT!
HERE, I'LL OPEN IT FOR YOU, SHELL HEAD!
Y'KNOW SOMETHING, BLUE EYES! IN THOSE OVERSIZED HANDS OF YOURS, CAP'S SHIELD LOOKS LIKE A SHINY WATCH FOB!
BUT NO WATCH FOB EVER HAD MECHANISMS LIKE THOSE INSIDE! THEY CONTAIN THE MOST ADVANCED COMMUNICATIONS SYSTEM I COULD DEVISE, WASP!
IF ONLY BUCKY COULD BE HERE NOW, TO MARVEL AT THESE SCIENTIFIC WONDERS!
IT IS NOT GOOD TO DWELL UPON THE PAST, MY VALIANT FRIEND! YOU MUST NOT ALLOW YOURSELF TO CONTINUALLY MOURN YOUR YOUTHFUL LOST PARTNER!
SHOW HIM THE MAIL WE'VE RECEIVED, FROM ALL OVER THE WORLD, THOR! MAYBE THAT WILL CHEER HIM UP!
THEY ARE LETTERS OF REJOICING, CAPTAIN AMERICA... FROM YOUR FRIENDS WHO ARE THRILLED TO LEARN YOU ARE STILL ALIVE, AND HAVE JOINED THE AVENGERS!
THANKS, THOR! IT'S GOOD TO KNOW PEOPLE HAVEN'T FORGOTTEN! BUT I'M AFRAID I CAN NEVER FORGET, EITHER! BUCKY WILL ALWAYS LIVE IN MY MEMORY!
CAP, YOU ONCE SAID SOMETHING ABOUT ME, TAKIN' HIS PLACE! AND NOW... WITH THE HULK GONE...
I KNOW, RICK! YOUR LOYALTY AND TRUST HAVE BEEN A GREAT COMFORT TO ME! THEY'VE GIVEN ME THE WILL TO GO ON!
BUT SOMETHING ELSE HAS, TOO! A HUNGER FOR REVENGE! ON MY OATH AS AN AVENGER, I SHALL DEVOTE MY LIFE, IF NEED BE, TO FINDING THE ONE WHO CAUSED BUCKY'S DEATH! ONLY THEN WILL I BE ABLE TO FIND PEACE!
2.

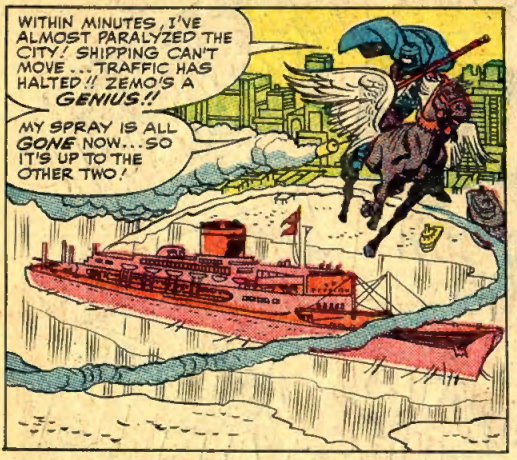

BUT, WHO IS THE ONE WHO CAUSED BUCKY'S DEATH MANY YEARS AGO? DOES HE STILL LIVE? WHAT HAS BECOME OF HIM? FOR THE ANSWER TO THOSE DRAMATIC QUESTIONS, LET US TURN OUR ATTENTION TO A LONE PLANE, FLYING OVER AN UNCHARTED SOUTH AMERICAN JUNGLE AREA...
I MUST BE MAD TO FLY THIS PERILOUS ROUTE EACH YEAR! AND YET, I CANNOT RESIST THE GOLD THAT ZEMO PAYS ME FOR MY SERVICES!
LANDING IN AN ALMOST INACCESSIBLE CANYON, THE PILOT EMERGES FROM THE ONE-MAN PLANE, AND SLOWLY APPROACHES A MASKED MONARCH, SEATED UPON A CRUDE JUNGLE THRONE!
YOU ARE ON TIME! THAT IS GOOD! YOU KNOW THE PENALTY FOR FAILING ZEMO!! DO YOU HAVE MY SUPPLIES!?
YES, ZEMO! I BROUGHT EVERYTHING YOU WANTED!
THEN REMAIN MOTIONLESS! I SHALL APPROACH YOU... IN MY OWN FASHION!
SURE, ZEMO! YOU'RE THE BOSS! WHATEVER YOU SAY..!
BAH! EVEN IN THE LATEST SCIENTIFIC JOURNALS WHICH YOU BRING ME, THERE IS STILL NO KNOWN FORMULA WHICH CAN REMOVE ADHESIVE X! AM I DOOMED TO WEAR THIS ACCURSED HOOD FOREVER?!
YOU NEVER TOLD ME HOW THAT HOOD GOT PASTED TO YOUR HEAD, ZEMO... OR WHY YOU'VE HIDDEN IN THIS JUNGLE ALL THESE YEARS!
AND I NEVER SHALL! I WARN YOU... IT IS DANGEROUS TO PRY INTO ZEMO'S SECRETS!
WAIT! WHAT IS THIS??! IS IT TRUE? CAPTAIN AMERICA STILL LIVES?!! YOU FOOL! WHY DIDN'T YOU BRING THIS TO ME SOONER?!
PICTORIAL REVIEW
CAPTAIN AMERICA BACK IN ACTION!
FIRST PHOTOS OF FAMED HERO AS MEMBER OF AVENGERS
THOR HAMA DEFEA
HOW WAS I TO KNOW?? WHAT'S CAPTAIN AMERICA TO YOU?
SILENCE! I THOUGHT I HAD GOTTEN RID OF BOTH OF THEM... FOREVER!! BUT THE MOST DANGEROUS ONE STILL LIVES!! DO YOU HEAR... HE STILL LIVES!!
3.

SUDDENLY, A FAR AWAY LOOK COMES INTO THE HOODED EYES OF THE MASKED MONARCH! THEN HE BEGINS TO SPEAK, HATRED RINGING IN HIS WORDS ... FORGETTING THE PRESENCE OF THE MAN WHO STANDS NEARBY...
HE IS RESPONSIBLE FOR ME BEING HERE TODAY!...FOR ME WEARING THIS HATED HOOD... LIKE A BADGE OF SHAME! I REMEMBER IT ALL AS IF IT WERE YESTERDAY... I WAS IN MY LAB ...IN NAZI GERMANY...
"I WAS HITLER'S GREATEST SCIENTIST! BUT, I WAS SO HATED, EVEN BY OUR OWN PEOPLE, THAT I FOUND IT NECESSARY TO WEAR A HOOD TO CONCEAL MY IDENTITY! IF MY VICTIMS KNEW WHO I WAS, NOTHING COULD HAVE SAVED ME FROM THEIR VENGEANCE!"
I AM THE MOST HATED MAN IN EUROPE, BUT IT WAS WORTH IT TO RECEIVE DER FUEHRER'S RICH REWARDS!
"BUT I COULD NOT REMAIN HIDDEN FOREVER!! NOT FROM THE MOST POWERFUL, MOST DREADED ENEMY OF TYRANNY THE WORLD HAD EVER KNOWN!! ONE DAY, WHEN I LEAST EXPECTED IT..." HE FOUND ME...!!"
CAPTAIN AMERICA!
I KNOW YOUR LATEST PROJECT, ZEMO! AN ADHESIVE SO STRONG THAT NOTHING CAN TEAR IT APART!! BUT I'LL NEVER LET YOU MAKE A WEAPON OF IT FOR HITLER... NEVER!!
DON'T THROW THAT SHIELD!! NO!!
"BUT I WAS TOO LATE!! MY SHOT WENT WILD! HIS SPINNING SHIELD STRUCK THE VAT CONTAINING MY ADHESIVE X ... SHATTERING IT TO BITS!!"
I CAN STILL FEEL IT! STILL FEEL THE ACCURSED ADHESIVE STRIKE MY HOOD, GLUING IT TO MY FACE... WHERE IT HAS REMAINED ALL THESE YEARS... FOR NOTHING CAN PRY IT LOOSE!!
SO THAT'S THE STORY! THAT'S WHY YOU'VE HIDDEN HERE EVER SINCE!
BUT, BEFORE COMING HERE, I HAD MY REVENGE... OR SO I THOUGHT! I FOUND A WAY TO ESCAPE, AND THEN I ATTACKED CAPTAIN AMERICA... AND HIS YOUNG PARTNER, BUCKY! I THOUGHT I HAD DESTROYED THEM BOTH!*
*SEE AVENGERS #4... EDITOR.
BUT NOW I MUST FIND HIM AGAIN... AND FINISH THE JOB! AND, BECAUSE YOU KNOW MY SECRET, ONLY YOUR BLIND OBEDIENCE WILL KEEP ME FROM SLAYING YOU!! YOU SHALL BECOME MY MESSENGER... YOU MUST FIND THREE PEOPLE FOR ME, IF YOU VALUE YOUR LIFE!!
I..I'LL DO IT, ZEMO! YOU CAN COUNT ON ME!!
4.

BACK IN NEW YORK, A SHORT TIME LATER, AT THE LOCAL HEADQUARTERS OF RICK JONES' TEEN BRIGADE...
HAVE THE AVENGERS REACHED NEW YORK YET?? WE'VE GOT TO CONTACT THEM!! IT'S A DOUBLE RED ALERT EMERGENCY!!
WE'RE TRYING TO GET THEM NOW! THE J.F.K. INTERNATIONAL AIRPORT REPORTS THAT THEY'RE ABOUT TO LAND!
WHAT HAPPENED TOM?? WHAT IS IT??
TEEN BRIGADE H.Q.
RADIO ROOM

LOOK OUT THE WINDOW! YOU CAN SEE FOR YOURSELF! IT'S THE BLACK KNIGHT! HE'S FLYIN' OVER THE CITY, SPREADING SOME KIND OF MYSTERIOUS ADHESIVE SPRAY!
HOLY SMOKE!! HE'S THE ONE WHO FOUGHT GIANT-MAN A FEW MONTHS BACK, AND THEN ESCAPED!*
* SEE TALES TO ASTONISH #52... EDITOR.


LIKE A WINGED WRAITH, THE BLACK KNIGHT SWOOPS OVER THE STARTLED CITY, SPRAYING THE POWERFUL ADHESIVE FOAM ON EVERYTHING THAT MOVES!!
THIS OUGHT TO BRING THE AVENGERS ON THE RUN, AS ZEMO PLANNED!


WITHIN MINUTES, I'VE ALMOST PARALYZED THE CITY! SHIPPING CAN'T MOVE... TRAFFIC HAS HALTED!! ZEMO'S A GENIUS!!
MY SPRAY IS ALL GONE NOW... SO IT'S UP TO THE OTHER TWO!

AS IF IN ANSWER TO THE BLACK KNIGHT'S LAST PHRASE, ANOTHER MENACING FIGURE SUDDENLY APPEARS ON THE STREET... MELTING A STEEL TRUCK BY MERELY POINTING AT IT!!
RUN! IT'S THE MELTER!!

CONTINUED AFTER NEXT PAGE

WHO SAYS THIS ISN'T THE MARVEL AGE OF COMICS?!

"Don't let them call You SKINNY"

...advises Beautiful Young Actress...
QUINN O'HARA

Appearing in Hall Bartlett's "The Caretakers"
...starring Robert Stack, Polly Bergen and Joan Crawford
A UNITED ARTISTS RELEASE

"In Hollywood, we're really on a merry-go-round schedule during picture making time... a girl has to be careful to keep her energy up and her figure fit. Because of the long day we put in, we eat at odd hours or sometimes even miss meals altogether. So I often take pleasant-tasting Wate-On Emulsion as a meal time supplement, and I eat Wate-On Tablets for a quick energy lift between meals. Both forms of Wate-On are super concentrated with calories, vitamins, minerals, quick energy elements and other body building ingredients. If you're skinny and underweight because of poor appetite or poor eating habits, ask your doctor about what Wate-On can do for you. It could be that the boys won't be calling you 'Skinny' anymore."

Quinn O'Hara

FOR WOMEN MEN GIRLS BOYS and Convalescents

AT DRUG STORES EVERYWHERE

Bathing Suit by JANTZEN

Amazing New Scientific Discovery Quickly Fills Out Skinny Figures. No Pads, Exercise or Overeating.

HOSPITAL TESTED—EASY GAINS OF 5-29 POUNDS REPORTED

If you are thin, skinny and underweight because of poor appetite or poor eating habits, try WATE-ON. There's no fishy oils, no sugary mixtures, no overeating. Yet taken as directed, results often are amazing. Cheeks fill out, neck and bust-line gain, skinny arms and legs develop, hips and thighs take on new firm, solid flesh, underweight figures fill out all over the body the same way. Equally important, WATE-ON not only helps put on pounds and inches of firm flesh, but at the same time WATE-ON helps fight the fatigue, the low resistance, the tired and rundown feeling, the poor endurance and the sleepless nights that often accompany an underweight condition. If underweight is due to disease, take WATE-ON under the direction of your doctor. Don't be skinny because of poor appetite or poor eating habits. Start taking new improved good tasting WATE-ON today!

WATE-ON is offered by druggists in these 4, easy, fast-working, fully guaranteed forms:

WATE-ON HOMOGENIZED LIQUID EMULSION

Saturated with calories from natural vegetable sources and richly fortified with essential vitamins, minerals, energy elements plus many other body building nutrients. Homogenized and emulsified so scientifically the normal system easily uses it to quickly put on firm flesh all over the body. Helps build body tissue, red blood cells, gives quick energy.

16 OZ. BOTTLE (Blue Label) $3.00
32 OZ. BOTTLE $5.50

NEW SUPER WATE-ON LIQUID EMULSION

Super charged with extra calories, extra vitamins and minerals plus more body building ingredients. The most effective, fastest working preparation of its kind ever introduced

16 OZ. BOTTLE (In Gold & Black Carton) $4.00

WATE-ON TONIC

Helps counteract tired rundown listless feeling caused by iron deficiency anemia by building red blood cells while stimulating the appetite.

16 OZ. BOTTLE (Red Label) $3.00

WATE-ON CONDENSED FOOD TABLETS

It's amazing how many calories, vitamins, minerals, quick energy elements and other body building nutrients can be concentrated all in one delicious food tablet! For faster weight gains take EMULSION after meals and tablets between meals.

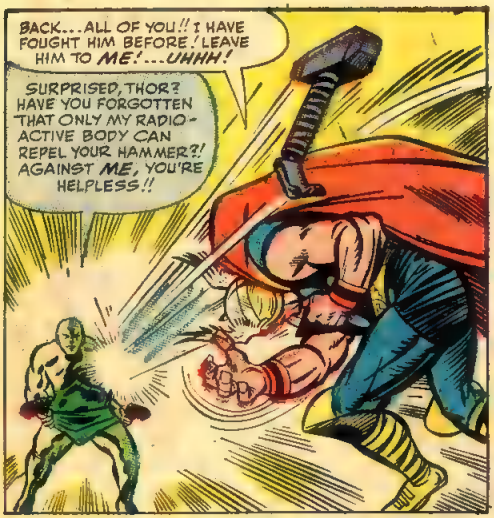
(Blue) BOX OF 96 TABLETS $2.00
BOX OF 192 TABLETS $3.50

Ask for Amazing WATE-ON

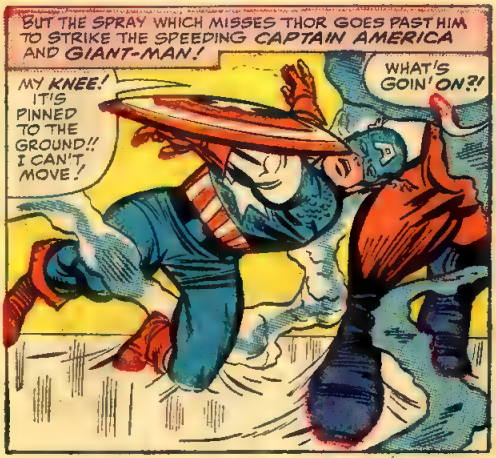
SATISFACTION GUARANTEED OR YOUR MONEY BACK

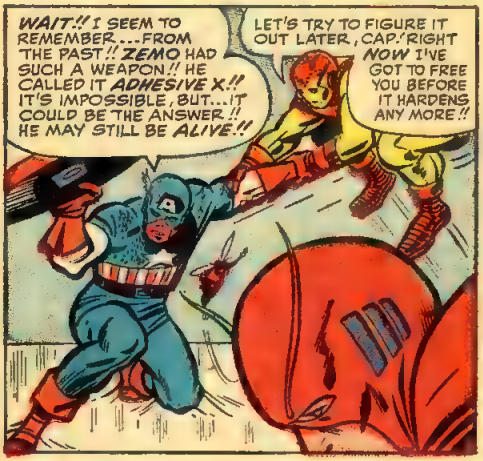
Get Wate-On from your druggist today. If the very first bottle or box doesn't satisfy, return to the store where obtained for purchase price refund. For faster, more sure weight gains, a complete Wate-On body building plan and high calorie diet suggestions are included in the Wate-On booklet given with every purchase. Why let them call you "skinny" when you, too, may put on pounds and inches of firm solid flesh this pleasant, easy way. Ask your druggist for WATE-ON... today!

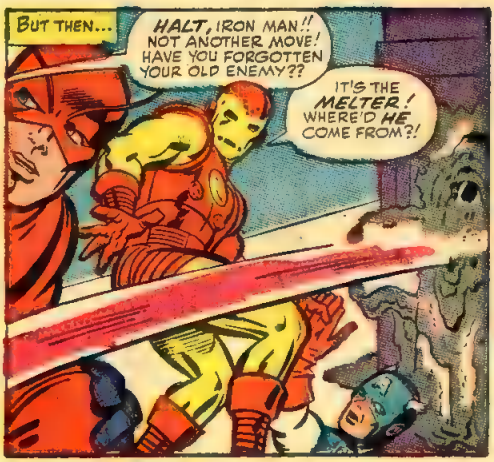
YES, THE MYSTERIOUS MELTER... THE RAMPAGING ARCH-VILLAIN WHO HAS THE POWER TO MELT ALL FORMS OF IRON... AND WHO ALMOST DEFEATED IRON MAN HIMSELF NOT TOO LONG AGO! (SEE "TALES OF SUSPENSE" #47... EDITOR).
BACK, ALL OF YOU! YOUR PUNY WEAPONS CAN'T STOP THE MELTER!
AND I'M MORE POWERFUL THAN EVER NOW, SINCE ZEMO GAVE ME THE ABILITY TO MELT ALL FORMS OF METAL, INSTEAD OF JUST IRON!
NOW THAT THEIR WEAPONS HAVE BEEN MELTED, I'M FREE TO CONTINUE SPRAYING ZEMO'S ADHESIVE X AT WILL!! AND WHEN THE AVENGERS APPEAR, WE WILL BE READY FOR THEM, TOO!
THE GROUND HAS BECOME LIKE FLY PAPER! CAN'T GET OUR SHOES OFF IT!!
AND WHO IS THE THIRD MENACE SUMMONED BY ZEMO?? NONE OTHER THAN THE RADIOACTIVE MAN, THE ONLY LIVING HUMAN WITH THE POWER TO REPEL THE ENCHANTED URU HAMMER OF THE MIGHTY THOR!*
THIS IS SURE TO BRING THE AVENGERS INTO OUR TRAP!
* SEE JOURNEY INTO MYSTERY # 93... EDITOR.
ZEMO WANTED REVENGE ON CAPTAIN AMERICA... BUT HE KNEW THE AVENGERS WOULD ACT TO PROTECT THEIR NEWEST MEMBER! THAT'S WHY HE SUMMONED THE MELTER, THE BLACK KNIGHT AND ME... EACH OF US WILL FINISH THE FIGHT WE STARTED IN THE PAST, LEAVING HIM ALONE TO DESTROY HIS HATED ENEMY!
BUT, BEFORE THE THOUGHT HAS FADED FROM THE RADIOACTIVE MAN'S BRAIN, THE ONES HE HAS HOPED TO TRAP APPEAR... LIKE FIVE FIGHTING FURIES, READY FOR ACTION!!
WE'RE JUST IN TIME! IT'S THE RADIOACTIVE MAN!!
HE ALONE CAN'T BE RESPONSIBLE FOR WHAT'S HAPPENED TO THE CITY!! BUT WE'LL FIND A WAY TO GET THE TRUTH OUT OF HIM!!
6.

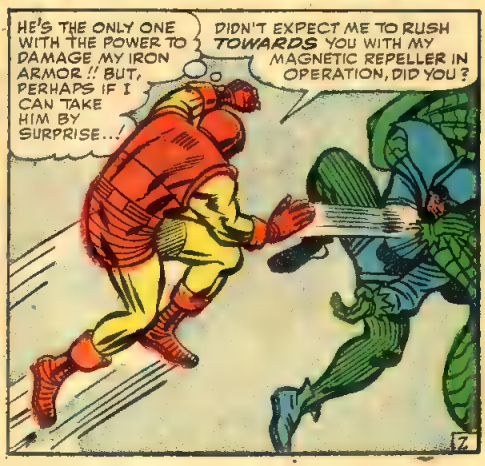

BACK... ALL OF YOU!! I HAVE FOUGHT HIM BEFORE! LEAVE HIM TO ME!...UHHH!
SURPRISED, THOR? HAVE YOU FORGOTTEN THAT ONLY MY RADIO-ACTIVE BODY CAN REPEL YOUR HAMMER?! AGAINST ME, YOU'RE HELPLESS!!

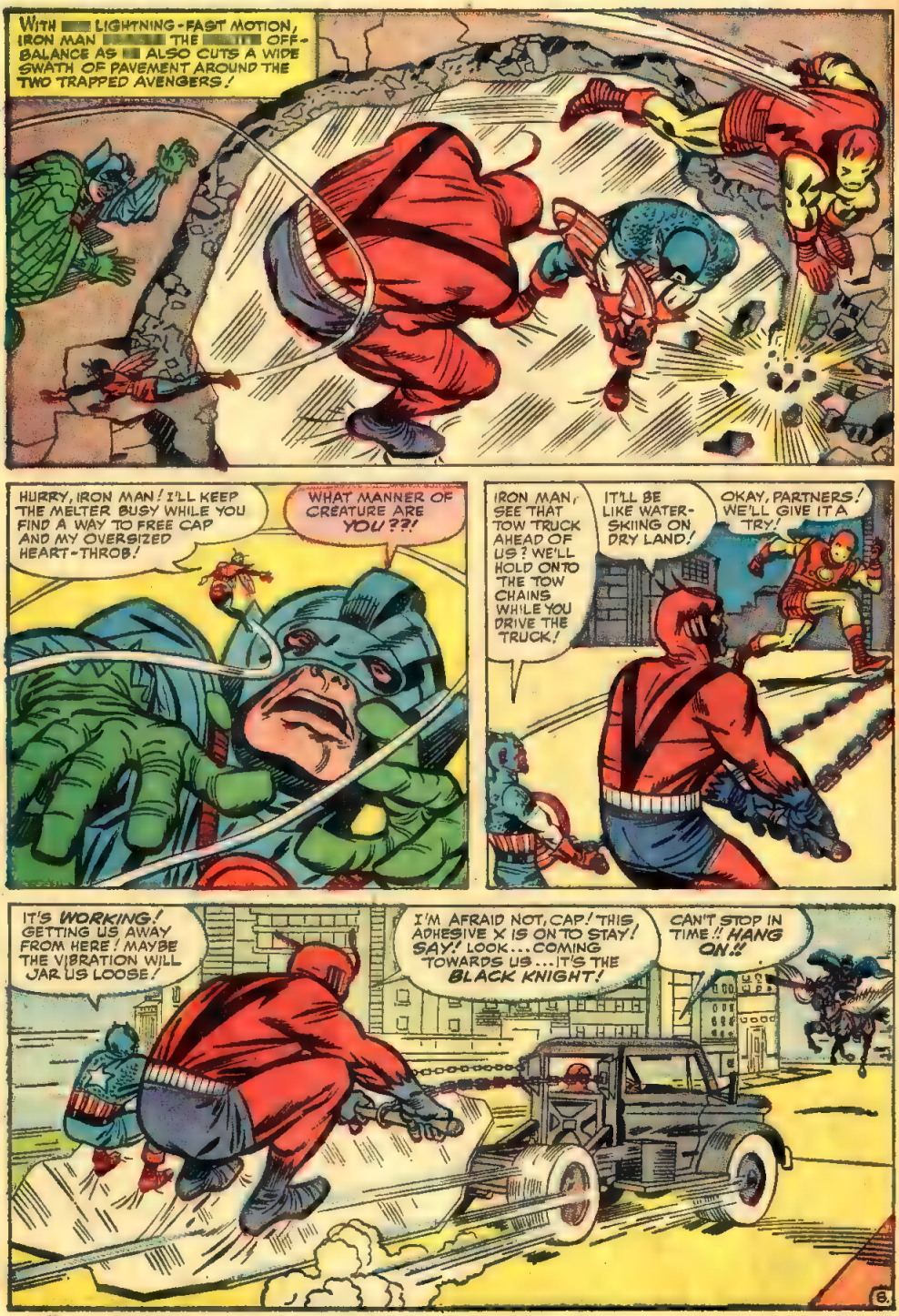
NOW, ALL I NEED DO IS STRIKE YOU WITH ADHESIVE X, AND YOU'LL BE AS HELPLESS AS ANY MORTAL!!
MY HAMMER MAY BE USELESS AGAINST YOU, BUT MY SPEED IS STILL THAT OF THE THUNDER GOD! YOU MISSED!!

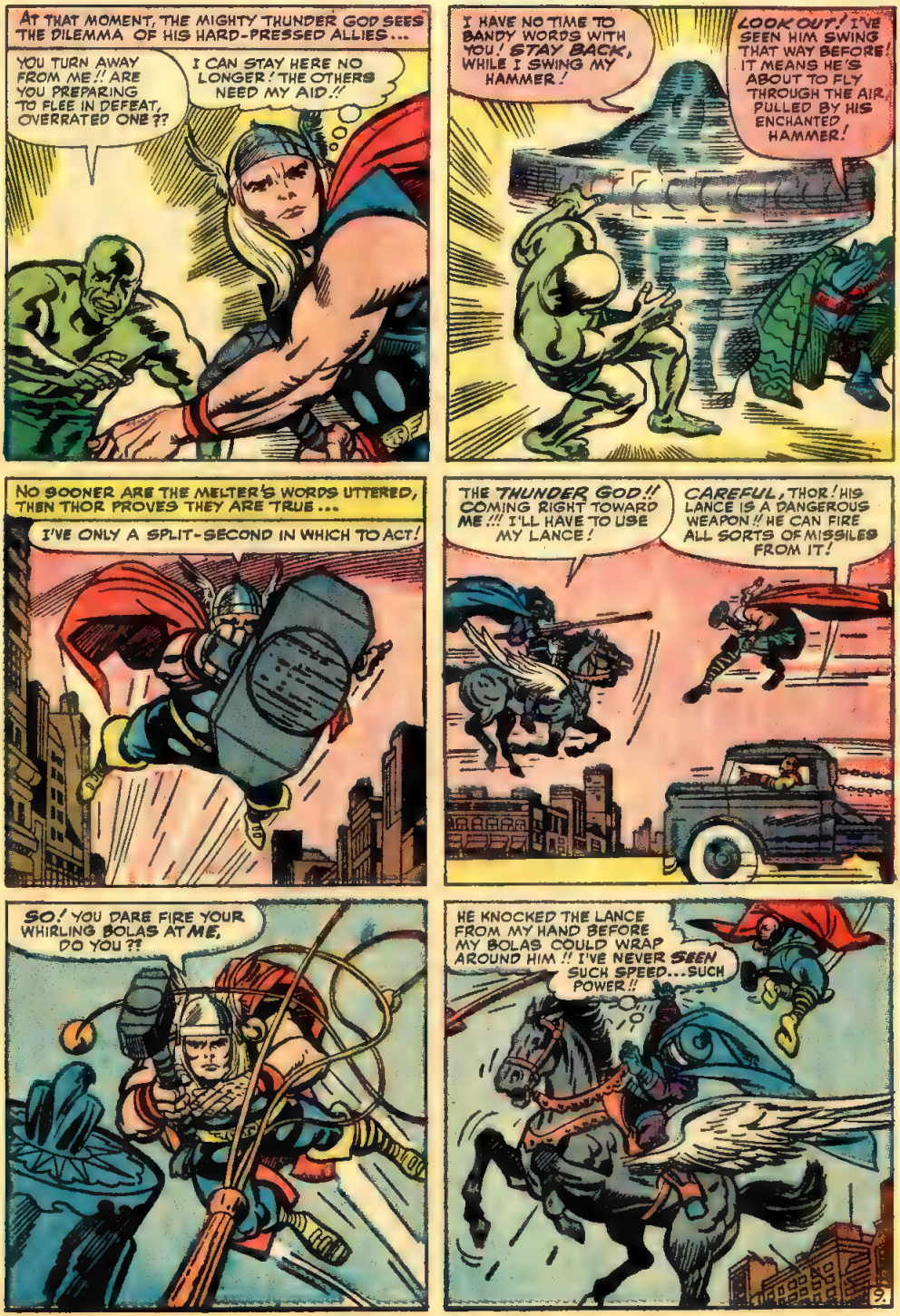

BUT THE SPRAY WHICH MISSES THOR GOES PAST HIM TO STRIKE THE SPEEDING CAPTAIN AMERICA AND GIANT-MAN!
MY KNEE! IT'S PINNED TO THE GROUND!! I CAN'T MOVE!
WHAT'S GOIN' ON?!


WAIT!! I SEEM TO REMEMBER...FROM THE PAST!! ZEMO HAD SUCH A WEAPON!! HE CALLED IT ADHESIVE X!! IT'S IMPOSSIBLE, BUT...IT COULD BE THE ANSWER!! HE MAY STILL BE ALIVE!!
LET'S TRY TO FIGURE IT OUT LATER, CAP! RIGHT NOW I'VE GOT TO FREE YOU BEFORE IT HARDENS ANY MORE!!


BUT THEN...
HALT, IRON MAN!! NOT ANOTHER MOVE! HAVE YOU FORGOTTEN YOUR OLD ENEMY??
IT'S THE MELTER! WHERE'D HE COME FROM?!


HE'S THE ONLY ONE WITH THE POWER TO DAMAGE MY IRON ARMOR!! BUT, PERHAPS IF I CAN TAKE HIM BY SURPRISE...
DIDN'T EXPECT ME TO RUSH TOWARDS YOU WITH MY MAGNETIC REPELLER IN OPERATION, DID YOU?


WITH LIGHTNING-FAST MOTION, IRON MAN THE OFF-BALANCE AS ALSO CUTS A WIDE SWATH OF PAVEMENT AROUND THE TWO TRAPPED AVENGERS!
HURRY, IRON MAN! I'LL KEEP THE MELTER BUSY WHILE YOU FIND A WAY TO FREE CAP AND MY OVERSIZED HEART-THROB!
WHAT MANNER OF CREATURE ARE YOU??!
IRON MAN, SEE THAT TOW TRUCK AHEAD OF US? WE'LL HOLD ON TO THE TOW CHAINS WHILE YOU DRIVE THE TRUCK!
IT'LL BE LIKE WATER-SKIING ON DRY LAND!
OKAY, PARTNERS! WE'LL GIVE IT A TRY!
IT'S WORKING! GETTING US AWAY FROM HERE! MAYBE THE VIBRATION WILL JAR US LOOSE!
I'M AFRAID NOT, CAP! THIS ADHESIVE X IS ON TO STAY! SAY! LOOK... COMING TOWARDS US... IT'S THE BLACK KNIGHT!
CAN'T STOP IN TIME!! HANG ON!!


AT THAT MOMENT, THE MIGHTY THUNDER GOD SEES THE DILEMMA OF HIS HARD-PRESSED ALLIES...
YOU TURN AWAY FROM ME!! ARE YOU PREPARING TO FLEE IN DEFEAT, OVERRATED ONE??
I CAN STAY HERE NO LONGER! THE OTHERS NEED MY AID!!
I HAVE NO TIME TO BANDY WORDS WITH YOU! STAY BACK, WHILE I SWING MY HAMMER!
LOOK OUT! I'VE SEEN HIM SWING THAT WAY BEFORE! IT MEANS HE'S ABOUT TO FLY THROUGH THE AIR, PULLED BY HIS ENCHANTED HAMMER!
NO SOONER ARE THE MELTER'S WORDS UTTERED, THEN THOR PROVES THEY ARE TRUE...
I'VE ONLY A SPLIT-SECOND IN WHICH TO ACT!
THE THUNDER GOD!! COMING RIGHT TOWARD ME!!! I'LL HAVE TO USE MY LANCE!
CAREFUL, THOR! HIS LANCE IS A DANGEROUS WEAPON!! HE CAN FIRE ALL SORTS OF MISSILES FROM IT!
SO! YOU DARE FIRE YOUR WHIRLING BOLAS AT ME, DO YOU??
HE KNOCKED THE LANCE FROM MY HAND BEFORE MY BOLAS COULD WRAP AROUND HIM!! I'VE NEVER SEEN SUCH SPEED...SUCH POWER!!
9

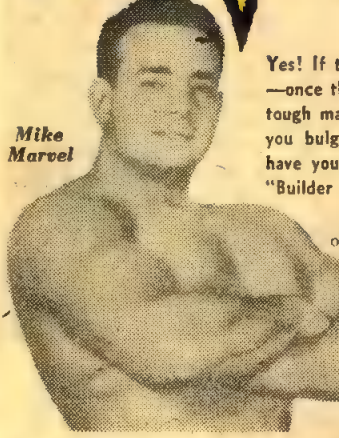
QUICKLY, TO ANTHONY STARK'S TOWN MANSION! WE'LL FIND A WAY TO FREE CAPTAIN AMERICA AND GIANT-MAN BEFORE THEY CAN CATCH UP WITH US AGAIN!
ZEMO'S PLAN WASN'T AS PERFECT AS WE THOUGHT! THE AVENGERS ESCAPED FROM US!
QUIET, YOU FOOL! DON'T LET ZEMO HEAR YOU! ONCE HE TAKES COMMAND IN PERSON, THE AVENGERS WILL BE DONE FOR!!
LOOK! HE'S COMING NOW! THERE'S HIS HELI-HOVERCRAFT!!
THE STREETS ARE DESERTED, ZEMO! IT'S SAFE FOR US TO LAND NOW!
YOU THINK I'M FEARFUL OF OTHERS, FOOL? ZEMO LANDS WHEN HE PLEASES!
SORRY, THEY GOT AWAY, ZEMO! THEY WERE JUST TOO FAST FOR US!
WE'D BETTER PICK UP THEIR TRAIL BEFORE THEY FIND A SOLUTION FOR ADHESIVE X!!
A SOLUTION FOR ADHESIVE X!! I NEVER THOUGHT OF THAT! IF ANYONE CAN FIND IT, THE AVENGERS CAN! AND, IF I CAN STEAL IT FROM THEM...!!

CONTINUED AFTER NEXT PAGE

BOYS! MEN!

MY SECRET NEW DYNAFLEX METHOD

CAN BUILD YOU A MAGNIFICENT NEW HE-MAN-MUSCLED BODY IN JUST TEN MINUTES A DAY—with absolutely NO weights—NO bar-bells —NO EXERCISE AT ALL!



Mike Marvel

Yes! If they LAUGH at you now when you take off your shirt—they'll be amazed —once they've seen the rugged DYNAFLEX BODY I can give you! I'll build you a tough massive body—shoulders clad with solid inches of he-man BRAWN. I'll give you bulging biceps, trip-hammer fists, power-packed legs, and a chest that will have you popping the buttons off your shirt with pride! (—says MIKE MARVEL, "Builder of Champion Bodies")

In my classes this same course of Instruction would cost $110.00.

ARE YOU WEAK, ALWAYS TIRED, LACK PEP?

Whether you're thin and scrawny, or sagging with unsightly fat — my secret DYNAFLEX method will cram pep, vigor and red-blooded vitality into your puny, exhausted body. Once DYNAFLEX makes you a two-fisted dynamo of manly beauty, rippling with power, glowing with magnetic appeal—you'll be bursting with get-up-and-go. Man, you'll be really ALIVE—tingling with zest and rip-roaring energy—for the first time in years!

PROOF!

"I tried two other systems, before my buddy told me about DYNAFLEX. It really works —and how! I've put two inches of solid muscle on my biceps, three inches on my chest. It's like magic!" L. C., New York City

"I never thought you could build terrific muscles without exercises or weights. Started DYNAFLEX two weeks ago, and am building a great physique." E. G., Detroit, Mich.

"DYNAFLEX is the best yet. Only three weeks, and I have more dates than I can handle! I am telling all my pals about DYNAFLEX." F. S., Chicago, Ill.

ARE YOU ASHAMED OF YOUR BODY NOW?

Pal—do YOURSELF a favor! Take a good long look in a mirror. Do you see a puny, starved body—scrawny arms—bony shoulders—a flabby stomach and skinny legs? Do they laugh and grin when you take off your shirt?

BELIEVE IT OR NOT—I can add solid pounds of rippling, steely he-man MEAT to your build. I can take those skeleton arms and PACK EVERY INCH with explosive virile MAN-MUSCLE. I can take that caved-in chest and build on six rugged inches of strong sleek MAN-SIZED BRAWN. I can clothe your skinny frame with GIANT RIPPLING DYNAFLEX MUSCLES that will have them gasping with awe and admiration! And with NO tiring exercise, NO high-priced bar-bells or gym equipment!

Or is your problem a body sagging with soft rolls of unhealthy, handsome FAT? Puny muscles—sagging stomach—bloated fare—arms heavy with layers of BLUBBER? Are you ASHAMED to go to the beach and let them see your "FAT-MAN PHYSIQUE"?

If so, wake up fella! THIS IS IT! I will peel off that fat and give you a lean virile DYNAFLEX BODY, armored with a sheath of hard tough handsome muscle. I can build you into a healthy, streamlined HERCULES—bursting with dynamic manly strength. I'll give you a taut rock-hard midsection—legs muscled like coil steel springs. I can pack solid TNT DYNAMITE into your fists and give you a rugged handsome build brim-full of the magnetic SUPER-BODY APPEAL. And with NO starvation diets — NO fatiguing calisthenics — NO expensive health-foods!

HOW DYNAFLEX BUILDS BEAUTIFUL BODIES

DYNAFLEX is the modern miracle of body-building. It takes no tiresome exercises, "crash" diets, protein foods, and no weights or bar-bells. DYNAFLEX is the amazing discovery of a West German Doctor whose research into the Science of Strength found a thrilling new way to build GIANT BRAWNY MUSCLES in a minutes a day. With DYNAFLEX you "flex" each muscle once—in a certain way—that is more effective than if you exercised that muscle 20, 50, even 100 times the old-fashioned way. With DYNAFLEX you get bigger results in ten minutes than after hours of grunting and groaning, heft ing heavy weights.

DYNAFLEX coaxes each muscle in your body to bring out its round, steely fullness and satiny symmetery. DYNAFLEX packs that muscle with glowing vibrant new strength and energy—FAST. In minutes a day I can cover your bony frame with healthy rippling muscle—give you a deep, powerful chest—solid shoulders and iron wrists—tough, slim midsection—and trim, steel-spring legs—simply thru "DYNAFLEXING" muscle over muscle! There's nothing wrong with the bar-bell and weight-lifting method . . . but why bother? Why waste time and money, why sweat and strain your way to a streamlined symmetrical SAMSON-STRONG BODY—when you can do it better—bigger—faster—easier with the DYNAFLEX SECRET?

STRONG-MAN BODY THAT'S ADMIRED!

Be honest. Down deep you KNOW you envy the boy with the virile, magnificent build. Every and boy secretly desires a broad brawny back, a solid man-muscled chest, handsome he-man shoulders, arms rippling with tough, steely sinews, a narrow waist, slim hips and springy, power-packed legs. Be a fellow with TWO-FISTED BIG MUSCLE APPEAL . . . they only laugh at skinny guys or "fatso's".

Let me give you a glowing new body, brimming over with energy and irresistible inches of solid muscle on your chest—he-man appeal. I can build three inches of beef and brawn on your shoulders. I will mold you a handsome super-body of terrific strength, give you a crushing grip, legs crammed with steel springs. A lean taut rock-solid punch-proof midsection. Pack your body with energy and stamina that will help make you popular.

GIVE ME TEN MINUTES A DAY —THAT'S ALL!

After DYNAFLEX, you'll be able to roll up your sleeves and take off your shirt and, for the first time in your life, you'll be PROUD of your manly build. Yes, pal, say goodbye to your weak, flabby frame—get ready for adventure and romance with a solid physique that glows and vibrates with virile he-man appeal. You'll be really proud to have people see your MAGNIFICENT HE-MAN MUSCLES at the beach and gym. And, when the fellows stare with envy and jealousy—when friends crowd around to squeeze your iron biceps or touch your bulging brawny chest—when they ask in amazement HOW you did it—tell them about the Magic Secret of DYNAFLEX!

Your Pal,
MIKE MARVEL
"Builder of Champion Bodies"

YOU PAY ONLY $1.98
COMPLETE
Nothing Else To Buy

Mike Marvel System, Dept. M376, 285 Market Street, Newark, N. J.

MAIL MONEY-SAVING NO-RISK FREE TRIAL COUPON NOW

Check as many of the boxes you want HERE—Complete System $1.98.

- ☐ Lose fat, be trim and solid
- ☐ Build deep brawny chest, bulging with vigorous strength
- ☐ Lose fat, be trim, strong handsome
- ☐ Mold mighty back, broad beefy shoulders
- ☐ Build muscle skinny wrists and arms
- ☐ Develop crushing grip, two-fisted punch-power

MIKE MARVEL SYSTEM, Dept. M376
Market Street
Newark, New Jersey.

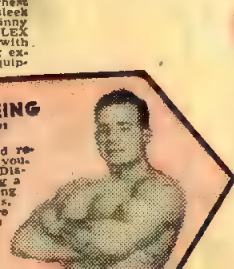
Okay, Mike! Here's $1.98. Send me your COMPLETE (nothing else to buy later) body-building course. I want to use your new secret of DYNAFLEX to win a HERCULES HE-MAN BODY in just ten minutes a day. Rush my copies of the DYNAFLEX SYSTEM and my free gift book "Secrets of Being Attractive" on your money-back guarantee, in plain wrappers. If I don't develop a splendid physique and become more popular you will refund my money in full.

NAME _____ AGE _____

ADDRESS _____

CITY _____ ZONE _____ STATE _____
(Please Print)

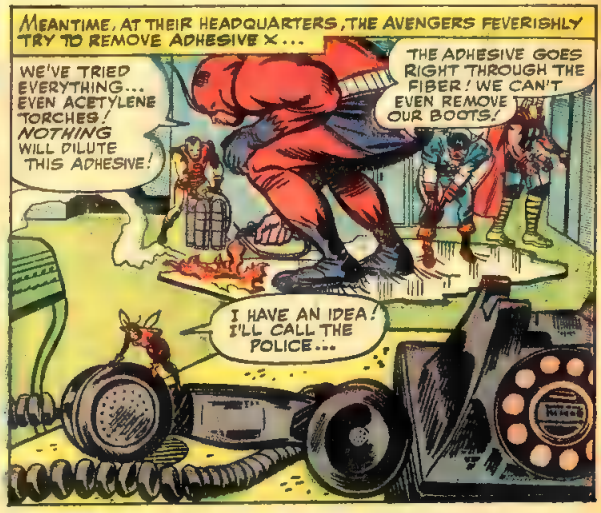
FREE! "SECRETS OF BEING ATTRACTIVE!"



Fellows! Mail the coupon now, and receive Mike Marvel's FREE GIFT to you, this exciting and informative book. Discover a secret method for developing a new, almost MAGNETIC way of being attractive and popular! At parties, dances, at the beach—you will have the people clustering around you breathlessly . . . while the guys watch enviously . . . "What does he have that WE don't?" they will say. The answer is in this exciting new book, your GIFT from Mike Marvel. Fill out and mail the coupon NOW!

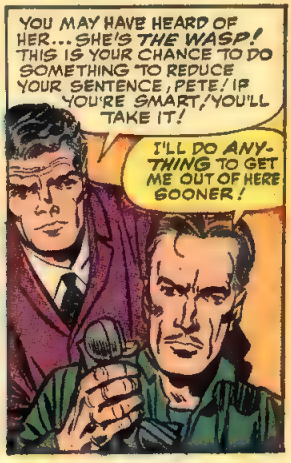
Outside USA: Send International Money Order or cash. Great Britain: $1.98 is about 15 shillings. For air mail delivery, send 1 pound.

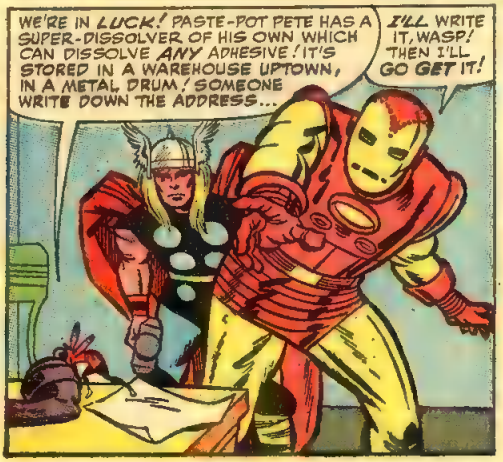
WITH SUCH A SOLUTION I COULD TEAR THIS ACCURSED HOOD FROM MY HEAD, AND WALK THE STREETS LIKE A NORMAL MAN! I MUST HAVE IT! I MUST!
THE ONLY WAY TO FIND THE AVENGERS AGAIN IS TO DRAW THEM FROM THEIR HIDING PLACE ONCE MORE! NOW THIS IS WHAT WE'LL DO!

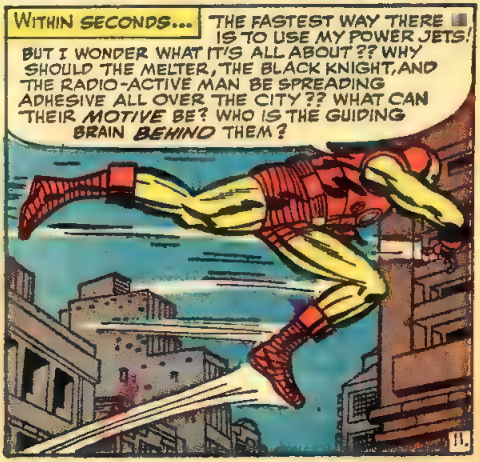

MEANTIME, AT THEIR HEADQUARTERS, THE AVENGERS FEVERISHLY TRY TO REMOVE ADHESIVE X...
WE'VE TRIED EVERYTHING... EVEN ACETYLENE TORCHES! NOTHING WILL DILUTE THIS ADHESIVE!
THE ADHESIVE GOES RIGHT THROUGH THE FIBER! WE CAN'T EVEN REMOVE OUR BOOTS!
I HAVE AN IDEA! I'LL CALL THE POLICE...

I REMEMBER A MAN NAMED PASTE-POT PETE... THE TORCH DEFEATED HIM MONTHS AGO/* HE'S PROBABLY STILL IN JAIL! HE WAS THE WORLD'S GREATEST AUTHORITY ON PASTES AND ADHESIVES!
HELLO, OPERATOR! GET ME POLICE HEAD-QUARTERS! THIS IS AN AVENGERS PRIORITY CALL!
*STRANGE TALES #110..ED.

MOMENTS LATER, A PRISONER IS BROUGHT INTO THE WARDEN'S OFFICE...
PETE, I HAVE A CALL FOR YOU! THERE'S A CERTAIN LADY WHO WANTS TO TALK WITH YOU!
A LADY?


YOU MAY HAVE HEARD OF HER... SHE'S THE WASP! THIS IS YOUR CHANCE TO DO SOMETHING TO REDUCE YOUR SENTENCE, PETE! IF YOU'RE SMART, YOU'LL TAKE IT!
I'LL DO ANY-THING TO GET ME OUT OF HERE SOONER!

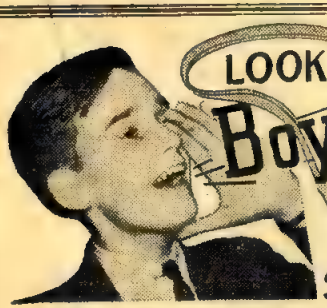

WE'RE IN LUCK! PASTE-POT PETE HAS A SUPER-DISSOLVER OF HIS OWN WHICH CAN DISSOLVE ANY ADHESIVE! IT'S STORED IN A WAREHOUSE UPTOWN, IN A METAL DRUM! SOMEONE WRITE DOWN THE ADDRESS...
I'LL WRITE IT, WASP! THEN I'LL GO GET IT!


WITHIN SECONDS... THE FASTEST WAY THERE IS TO USE MY POWER JETS!
BUT I WONDER WHAT IT'S ALL ABOUT?? WHY SHOULD THE MELTER, THE BLACK KNIGHT, AND THE RADIO-ACTIVE MAN BE SPREADING ADHESIVE ALL OVER THE CITY?? WHAT CAN THEIR MOTIVE BE? WHO IS THE GUIDING BRAIN BEHIND THEM?
11.

LATER, A WEARY IRON-CLAD ADVENTURER RETURNS TO AVENGERS' HEADQUARTERS WITH A HEAVY METAL DRUM STRAPPED TO HIS BACK...
CAP! GIANT MAN! HE'S BACK! IRON MAN IS HERE WITH THE SUPER-DISSOLVER! IF IT WORKS, YOU'LL SOON BE FREE!
AND IF IT DOESN'T WORK, I LUGGED THIS BLAMED THING HALF-WAY ACROSS TOWN FOR NOTHING... EXCEPT A BUSTED BACK!
C'MON, GOLDI-LOCKS! DON'T JUST STAND THERE... GET THIS GIZMO OFF ME!!
THEN, ONCE INSIDE, THE DISSOLVER IS APPLIED TO THE AREA CONTAINING ADHESIVE X. AT FIRST, THERE SEEMS TO BE NO REACTION, BUT... AFTER A FEW MINUTES...
I HOPE WE'LL GET ANOTHER CHANCE TO TACKLE THE ONES WHO DID THIS!
WASP, GET ME PASTE POT PETE'S FULL NAME! I WANT TO REMEMBER HIM IN MY WILL!
IT WORKS! I CAN SEE THE ADHESIVE MELTING AWAY! YOU'RE FREE!
WHAT ARE WE WAITING FOR? LET'S GO GET THEM!!
EASY, CAP! THERE'S MORE TO THIS THAN WE THINK!
GIANT-MAN IS RIGHT! IF WE ONLY KNEW THE PURPOSE OF THEIR ATTACK... WHAT IS BEHIND IT!
EACH IS A FOE ONE OF US HAS FOUGHT BEFORE... AND WHO HAS ALMOST DEFEATED US!
I GET IT! EACH THINKS HE KNOWS YOUR WEAKNESSES... LIKE THE MELTER CAN MELT IRON MAN'S ARMOR! BUT LET'S THROW THEM A CURVE! LET'S SWITCH ENEMIES! WE'LL CATCH THEM OFF-GUARD!
A CLEVER PLAN!
IF THE LEADER OF THAT TRIO IS WHO I THINK IT IS, I'LL HAVE MY OWN ENEMY ALL CUT OUT FOR ME! BUT, TILL THEN, THERE IS ONE MORE THING TO DO! I'LL PUT THROUGH A CALL TO THE TEEN BRIGADE!
SEE HOW QUICKLY HE CONCEIVES A BATTLE PLAN... HOW SMOOTHLY HE GOES INTO ACTION! IT WAS A LUCKY DAY WHEN WE ADDED CAPTAIN AMERICA TO THE ROSTER OF AVENGERS!
MEANWHILE, ZEMO PREPARES FOR A NEW ASSAULT UPON THE CITY, AS HE REFILLS HIS ADHESIVE X CONTAINERS FROM THE MAIN SUPPLY VAT ABOARD HIS HELI-HOVERCRAFT...
CAREFUL WITH THAT ADHESIVE, YOU CLUMSY FOOL!! NOT A DROP IS TO [redacted] WASTED!! BEFORE I AM DONE, IT WILL MAKE ME THE MOST POWERFUL MAN ON EARTH!
12

NOW! ALL THREE OF YOU ARE TO LOAD UP YOUR ADHESIVE X CYLINDERS AGAIN! YOU'LL GIVE THE CITY ANOTHER TREATMENT, TO BRING THE AVENGERS TO THEIR KNEES!
WITH OUR COMBINED POWERS, WE ARE THE MASTERS OF EVIL, ZEMO! WE CAN ACCOMPLISH ANYTHING!
BUT THE SINISTER SUPER-VILLAIN COMBO HAS RECKONED WITHOUT THE EVERYDAY COURAGE AND DETERMINATION OF RICK BROWN'S TEEN BRIGADE!
LET ME TAKE 'IM, RICK! I'M THE BIGGEST!
NO! IT'S MY JOB! I'LL USE THE RANGER TACTICS CAP TAUGHT ME!
LUCKY RICK! IMAGINE LEARNING MILITARY ATTACK TECHNIQUES FROM CAPTAIN AMERICA HIMSELF!!
I'VE GOT TO STOP ZEMO'S PILOT BEFORE HE CAN SEAL THOSE CONTAINERS WITH THE ADHESIVE SPRAY! THIS IS IT!
OKAY, BRIGADERS! MOVE! EMPTY OUT THOSE CYLINDERS AND REPLACE THEM WITH PASTE-POT PETE'S SUPER-DISSOLVER, FAST!
WE WON'T LET YOU DOWN, RICK! HERE'S WHERE ALL OUR TEAM-WORK REALLY PAYS OFF!
ALL DONE! TIE UP THE PILOT AND LET'S GO!
SECONDS LATER, THE MASTERS OF EVIL GRAB THE CYLINDERS WHICH THEY THINK CONTAIN ADHESIVE X, AND THEN...
EVEN THE MIGHTY THOR WILL BE HELPLESS BEFORE ME ONCE HIS HAMMER IS PASTED TO THE GROUND!
THE AVENGERS WON'T SURPRISE US AGAIN, ZEMO! WE'LL BE READY FOR THEM THIS TIME!
GO!! LET THE WORLD SEE THE AWESOME POWER OF ZEMO, THE MASKED MONARCH!
IF ONLY WE HAD THOUGHT TO BAND TOGETHER BEFORE! WHAT CONQUESTS WE WOULD HAVE MADE!
13.

CONTINUED AFTER NEXT PAGE



LOOK!

Boys Wanted

TO SELL

GRIT

SPENDING MONEY! PRIZES!

5 CENTS PROFIT YOURS ON EVERY COPY SOLD.

30,000 Boys Selling Each Week Know

It's Fun
It's Easy

You Can Make $1 to $5 Every Week in a Few Hours

START NOW EARNING CASH PROFITS AND FREE PRIZES

Fellows!

Earn all the spending money you want. GRIT is popular in 900,000 homes. It is easy to sell. You get FREE PRIZES in addition to the money you make. You also gain valuable business experience to help you become a successful man. I'll be glad to help you get started in this business of your own.

Pay only for copies sold until you know how many to order. Papers will be sent immediately.

If You Are a Boy 12 Years Old or Older

MAIL THIS TODAY

In an Envelope or Pasted on a Post Card

Print Name and Address Below

GRIT PUBLISHING CO., Williamsport, Pa. MC-64

Send my first bundle of papers, selling helps and prize offers.

Name .....

Are You a Boy? .... Age .... Date Born ..... Year ....

In Care of .....

Street and No. ..... R. F. D. .....

Post Office ..... State .....

Print Your Last Name Plainly Here

GET READY TO VISIT THE

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UNISPHERE®
SAVINGS BANK

This beautiful multi-toned savings bank, a replica of the official Unisphere theme of the New York World's Fair opening April 22, 1964, can hold enough coins and bills to insure your own and your family's visit to this fabulous festival . . . thus enjoying a vacation you will long remember. Saving a little a time will get you there — and this OFFICIAL NEW YORK WORLD'S FAIR UNISPHERE® SAVINGS BANK WILL HELP YOU.

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Big in size (stands a full 6¼" high x 5" in width), sturdily constructed, may be opened, closed and used for years. Comes in blue, silver and white — yours for only $2 — we pay postage. Satisfaction guaranteed or money refunded in full. Also available in orange, silver and white for a "second bank" — order of each color and be sure.

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Hanover, Pa.

Yes—I want an Official New York World's Fair Unisphere® Savings Bank. Enclosed find $_____. Send me:

☐ Blue, Silver and White @ $2.00
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NAME_____

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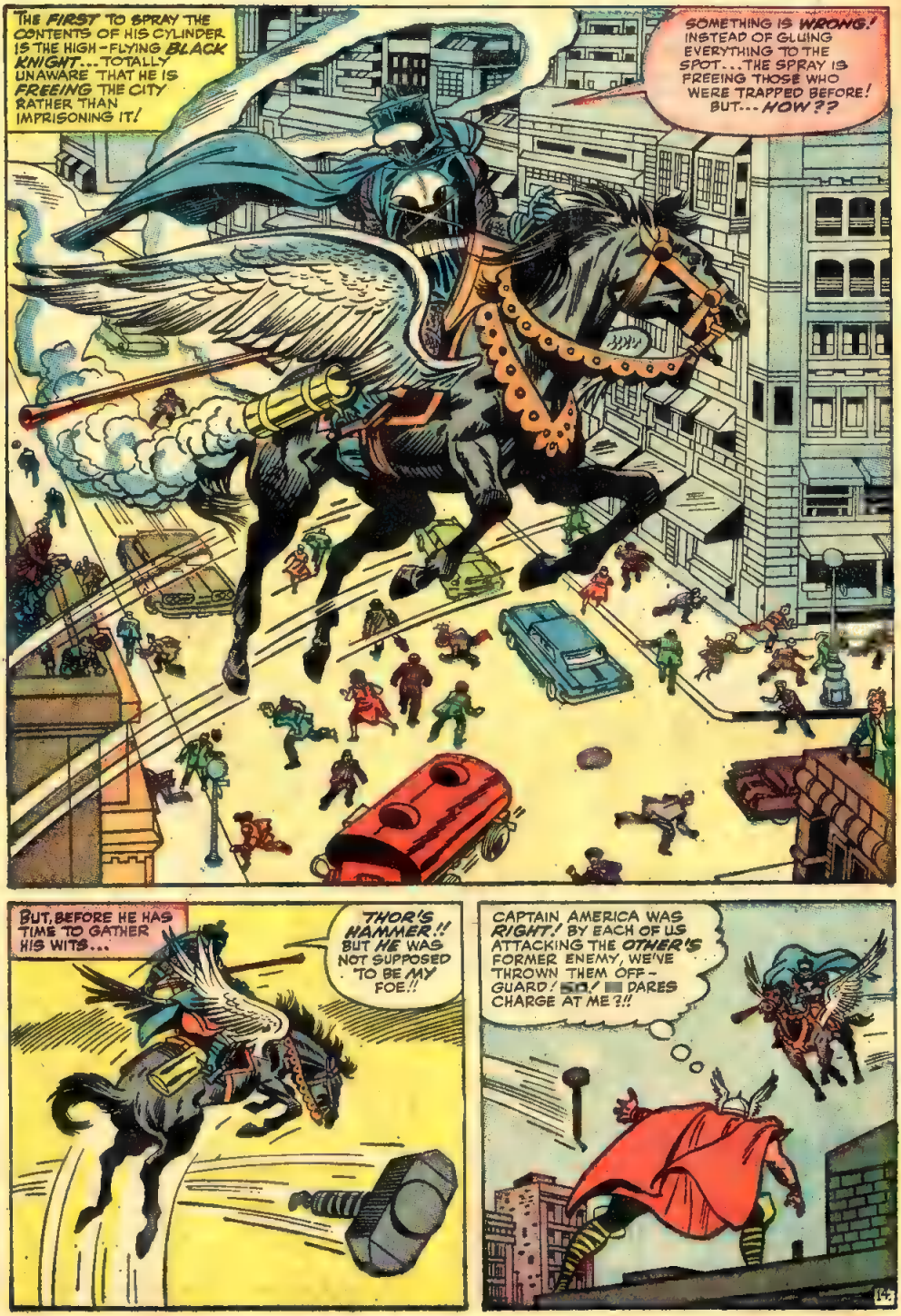
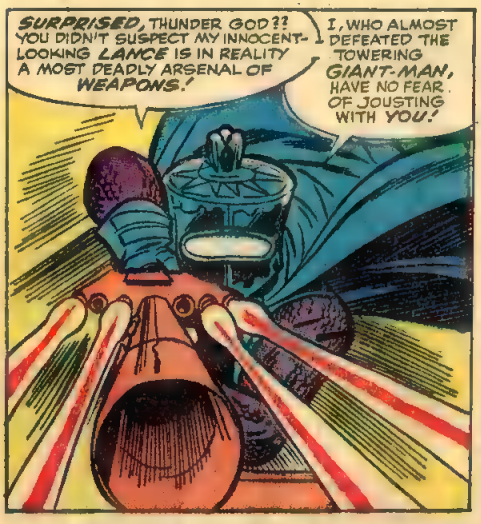
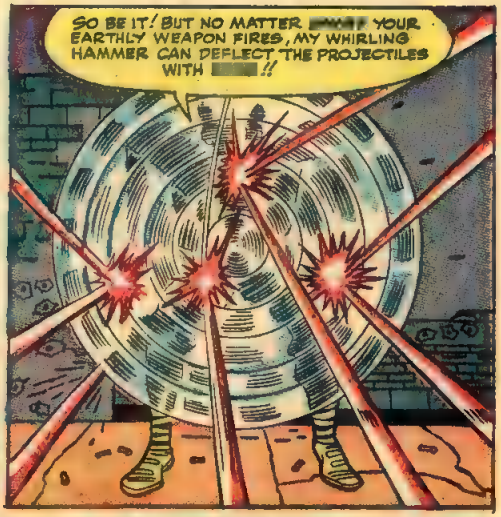
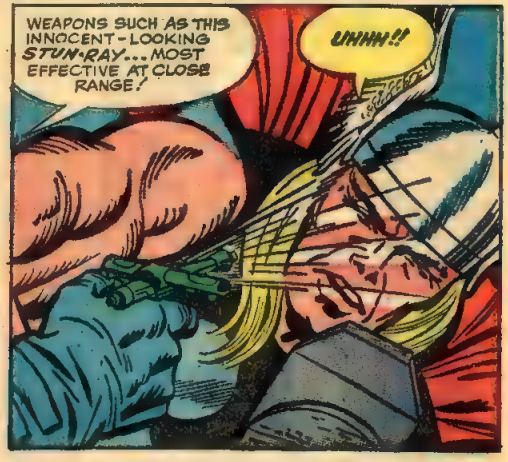
CITY_____ ZONE____ STATE_____


THE FIRST TO SPRAY THE CONTENTS OF HIS CYLINDER IS THE HIGH-FLYING BLACK KNIGHT... TOTALLY UNAWARE THAT HE IS FREEING THE CITY RATHER THAN IMPRISONING IT!
SOMETHING IS WRONG! INSTEAD OF GLUING EVERYTHING TO THE SPOT... THE SPRAY IS FREEING THOSE WHO WERE TRAPPED BEFORE! BUT... HOW??
BUT, BEFORE HE HAS TIME TO GATHER HIS WITS...
THOR'S HAMMER!! BUT HE WAS NOT SUPPOSED TO BE MY FOE!!
CAPTAIN AMERICA WAS RIGHT! BY EACH OF US ATTACKING THE OTHER'S FORMER ENEMY, WE'VE THROWN THEM OFF-GUARD! SO,/ ■■ DARES CHARGE AT ME?!!

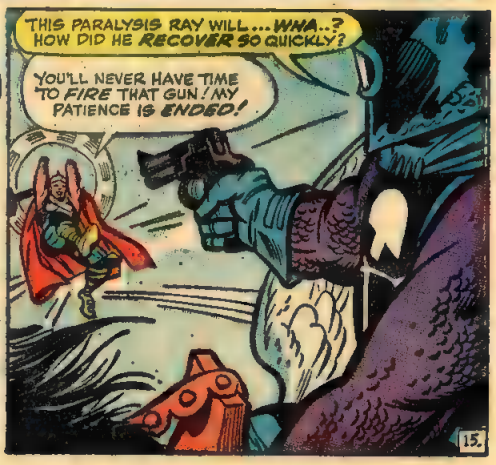

SURPRISED, THUNDER GOD?? YOU DIDN'T SUSPECT MY INNOCENT-LOOKING LANCE IS IN REALITY A MOST DEADLY ARSENAL OF WEAPONS!
I, WHO ALMOST DEFEATED THE TOWERING GIANT-MAN, HAVE NO FEAR OF JOUSTING WITH YOU!


SO BE IT! BUT NO MATTER [illegible] YOUR EARTHLY WEAPON FIRES, MY WHIRLING HAMMER CAN DEFLECT THE PROJECTILES WITH [illegible]!!

AND NOW, BEFORE YOU CAN RE-LOAD...!
BAH! I HAVE NO NEED TO RE-LOAD! I STILL HAVE WEAPONS ENOUGH TO DEAL WITH YOU!

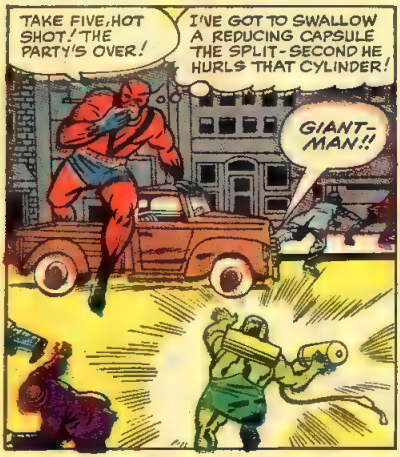

WEAPONS SUCH AS THIS INNOCENT-LOOKING STUN-RAY... MOST EFFECTIVE AT CLOSE RANGE!
UHHH!!

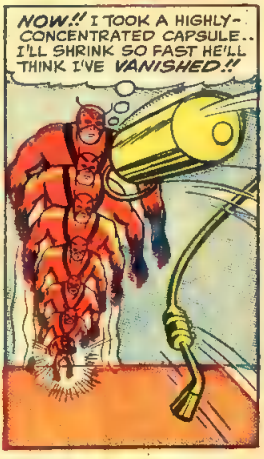
THE IRRESISTIBLE SUDDEN STUN SENSATION CAUSES THE MIGHTY THUNDER GOD TO LOSE HIS BALANCE FOR A SECOND, AS HE TOPPLES BACK...
AND NOW TO PRESS MY ADVANTAGE!


THIS PARALYSIS RAY WILL... WHA..? HOW DID HE RECOVER SO QUICKLY?
YOU'LL NEVER HAVE TIME TO FIRE THAT GUN! MY PATIENCE IS ENDED!

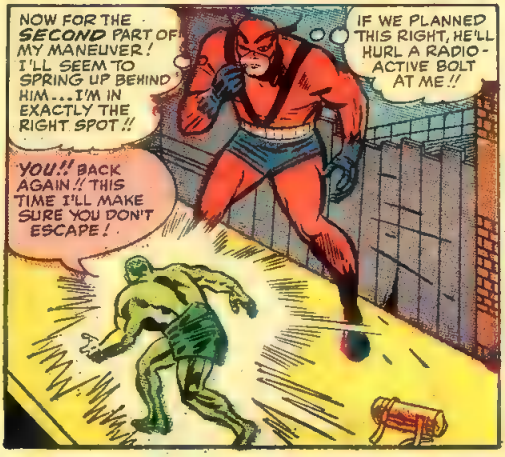
THEN, WITH THOSE RINGING WORDS, THE THUNDER GOD ATTACKS!!

MEANWHILE, THE NEXT MASTER OF EVIL PERFORMS HIS TASK ON FOOT...
RUN! IT'S THE RADIO-ACTIVE MAN!
WHAT HAPPENED TO ZEMO'S ADHESIVE? THE MORE I SPRAY, THE MORE VICTIMS I SET FREE!

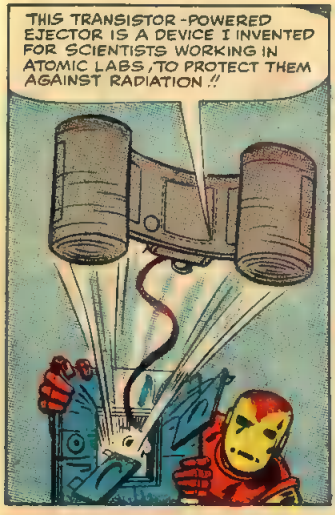

TAKE FIVE, HOT SHOT! THE PARTY'S OVER!
I'VE GOT TO SWALLOW A REDUCING CAPSULE THE SPLIT-SECOND HE HURLS THAT CYLINDER!
GIANT-MAN!!

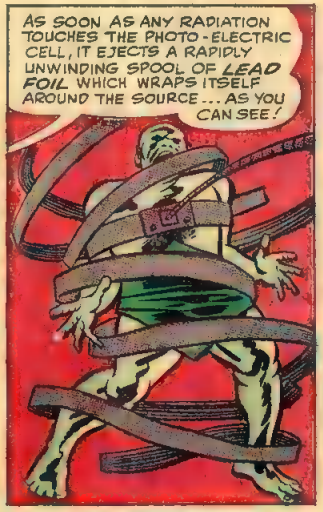

NOW!! I TOOK A HIGHLY-CONCENTRATED CAPSULE.. I'LL SHRINK SO FAST HE'LL THINK I'VE VANISHED!!

HE'S GONE! ZEMO NEVER WARNED ME HE HAD THE POWER TO DISAPPEAR! BUT HE ISN'T THE ONE I SEEK...I LONG TO DESTROY MY OLD ENEMY... THOR!

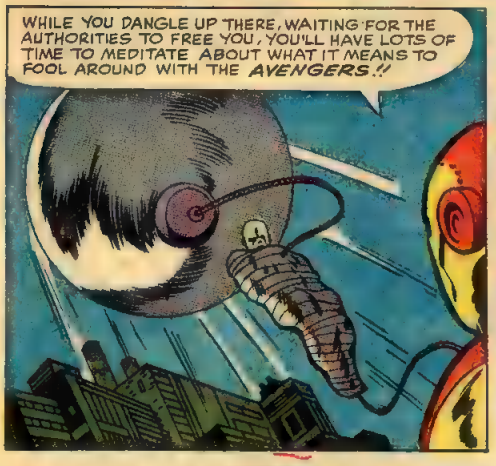

NOW FOR THE SECOND PART OF MY MANEUVER! I'LL SEEM TO SPRING UP BEHIND HIM...I'M IN EXACTLY THE RIGHT SPOT!!
IF WE PLANNED THIS RIGHT, HE'LL HURL A RADIO-ACTIVE BOLT AT ME!!
YOU!! BACK AGAIN!! THIS TIME I'LL MAKE SURE YOU DON'T ESCAPE!

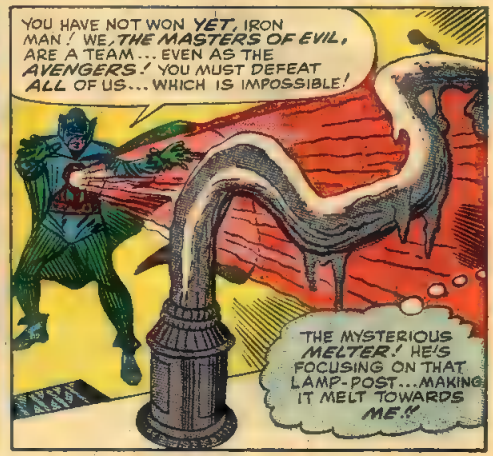
MISSED HIM, AGAIN! BUT... WHAT'S THAT OVER THE FENCE?! MY BEAM STRUCK SOMETHING!!
GOOD WORK, PARTNER! THAT TOOK A LOT OF NERVE!! AND NOW, I'LL CARRY THE BALL!!
IT WORKED!!

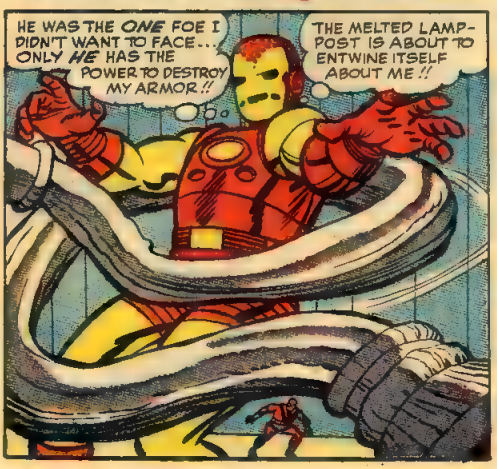

THIS TRANSISTOR-POWERED EJECTOR IS A DEVICE I INVENTED FOR SCIENTISTS WORKING IN ATOMIC LABS, TO PROTECT THEM AGAINST RADIATION !!


AS SOON AS ANY RADIATION TOUCHES THE PHOTO-ELECTRIC CELL, IT EJECTS A RAPIDLY UNWINDING SPOOL OF LEAD FOIL WHICH WRAPS ITSELF AROUND THE SOURCE... AS YOU CAN SEE!

AND THIS INFLATABLE BALLOON IS THE TYPE USED BY THE AIR CORPS FOR YEARS... EXCEPT THAT MINE IS LEAD-COATED... YOUR DANGEROUS RADIO-ACTIVITY WON'T AFFECT IT AT ALL !!


WHILE YOU DANGLE UP THERE, WAITING FOR THE AUTHORITIES TO FREE YOU, YOU'LL HAVE LOTS OF TIME TO MEDITATE ABOUT WHAT IT MEANS TO FOOL AROUND WITH THE AVENGERS !!


YOU HAVE NOT WON YET, IRON MAN! WE, THE MASTERS OF EVIL, ARE A TEAM... EVEN AS THE AVENGERS! YOU MUST DEFEAT ALL OF US... WHICH IS IMPOSSIBLE!
THE MYSTERIOUS MELTER! HE'S FOCUSING ON THAT LAMP-POST... MAKING IT MELT TOWARDS ME!!


HE WAS THE ONE FOE I DIDN'T WANT TO FACE... ONLY HE HAS THE POWER TO DESTROY MY ARMOR !!
THE MELTED LAMP-POST IS ABOUT TO ENTWINE ITSELF ABOUT ME !!

I'VE GOT TO MOVE FAST! ONLY MY POWER JETS CAN SAVE ME!
QUICK THINKING, IRON MAN! BUT YOU'VE ONLY GONE FROM THE FRYING PAN INTO THE FIRE !! NOW I'LL STRIKE AGAIN!!

I CAN'T GO HIGHER! HIS WITHERING BEAMS KEEP MELTING THE MASONRY OF THE CONDEMNED BUILDING ABOVE ME!
WELL, SOMETIMES THE ONLY THING TO DO IS PLUNGE RIGHT INTO THE THING YOU FEAR THE MOST!!
LET'S SEE YOU PROVE HOW GOOD YOU ARE, MELTER! I'LL MATCH MY SKILL AGAINST YOUR MELTING BEAM!!
THIS WILL BE YOUR LAST CHALLENGE!
NOW! IF ONLY HE'D HURL HIS BEAM NOW!!
I OUT-SMARTED HIM! HE DID IT!!
BLAST YOU!! YOU PUT ON AN EXTRA BURST OF SPEED!! BUT I'LL GET YOU WITH MY NEXT BEAM!
GUESS AGAIN, MELTER!! YOUR BLAST STRUCK JUST WHERE I HOPED IT WOULD! YOU HIT THE HYDRANT BEHIND ME... AND THAT HIGH PRESSURE STREAM OF WATER YOU RELEASED IS JUST WHAT I WANTED!
THOROUGHLY DRENCHED, THE MELTER'S AWESOME BEAM IS UNABLE TO FUNCTION, AND SO...
WITHOUT YOUR MELTING ABILITY, SON, YOU'RE JUST ANOTHER GUY NAMED JOE! THE POLICE WILL TAKE CARE OF YOU NOW!
MEANTIME, GIANT-MAN, (NOW REDUCED TO HIS DUAL-ROLE OF ANT-MAN), PULLS HIMSELF TOGETHER AFTER HIS PHYSICALLY EXHAUSTING ORDEAL OF CHANGING SIZE SO QUICKLY AND SO OFTEN...
THE FIGHT'S GOING WELL, BLUE EYES! WHAT DO WE DO NEXT?
NOW THAT I'VE SHAKEN THE COBWEBS OUT, I THINK WE'D BETTER SEE WHAT HAPPENED TO CAPTAIN AMERICA, JAN!
BEING NEW TO THE AVENGERS, HE MAY NEED SOME HELP!
18

CONTINUED AFTER NEXT PAGE

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THIRD FLOOR
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NEW YORK 21, N. Y.

Dear Stan and Jack,

Congratulations! AVENGERS #4 was great! I could say it was marvelous, super, terrific, etc., but no words could truly convey my feelings on this issue so I'll simply say it was great. I was a bit leary about the return of Captain America but his return in the Avengers dispelled any fear that you might not give him the greatness due him. The scenes where the Avengers discover Captain America, those where he tells of the death of Bucky, and those where he rediscovers the world will always be among my very favorite—and I'm sure that I'll remember them long after I've forgotten other greats. And now you're bringing out DAREDEVIL—how in the world do you fellas do it? You put out so many mags, which is not so much of an accomplishment, but invariably they're great and filled with new ideas—*that* is an accomplishment and one of which you can be very proud!

Buddy Saunders, 1605 Joyce
Arlington, Texas

Thanks, Buddy! But, do you know what we're proudest of? It's our FANS! The enthusiasm and loyalty of you great guys and gals is enough even to melt Jack's flinty heart!

Dear Stan and Jack,

You have truly made the paths straight and smooth to usher your wonderful fans (including me) into the Marvel Age of Comics. I can assure you that there are no comics in Australia like Marvels. After a boring day I open one of your comics and enter the realm of fantasy. My friend and I like action, entertainment and the jokes packed in them. Your two new issues, the X-MEN and the AVENGERS are very popular among us.

Guiseppe Gramazio, 5 Lewis Rd.
Glynde, So. Australia

A [illegible] thing! Our mags go as far as Australia—but Stan and Jack can't even take enough time off to reach Hoboken!

Dear Stan and Jack,

At first I thought the Avengers would fall flat on their faces, but when I saw the figure of Captain America on the cover of AVENGERS #4, I imagined myself in the 40's. When I read the story I thought of poor Stan and how long he must have spent on the script and plot, and when I took a closer look at the art I thought of poor Jack and how many bottles of tranquilizers he had still lying around. The revival of Captain America was the greatest revival you have ever shared with us, to say the least. I find that every character had his own purposes and his own definite role. Sub-Mariner's ironic relationship was beautiful. Plotwise, this was your greatest effort. Artwise, it would be blasphemous to say it had the least bit of imperfection. The magnificent silent cover came alive with the "Captain America Lives Again!" slogan. I had to read it twice before I could get to the X-MEN and SGT. FURY. Say, when are you going to publish AVENGERS a little more often than bimonthly? It's become too good a comic to keep down at that rate of sale. Have fun with the Hulk!

Charles Lichtman, 1261 Merriam Ave.
Bronx, N. Y.

That's like saying "Enjoy your measles," Charlie!

Dear Stan and Jack,

I've just read TALES OF SUSPENSE #51 . . . and decided to tell you this—Iron Man has become great since issue #48. It's not just "The New Iron Man" (though he has become the Most Different super-hero you have)—the stories are getting better. (Super, even!) Stan gets an "E" for improvement. This is to Stan: How do you manage to think up all of those plots? There must be at least half-a-dozen artists working for Marvel and a couple of guys lettering your mags. But you do all the brain work and that doesn't seem fair! About those puns . . . "neatly drawn by . . ., dreamed up by . . ., etc." Keep it up! This was "wonderfully written by me" and "rottenly typed by my typewriter"!!

Allen Haworth, P.O. Box 61
Wilson, Kansas

And "Rapturously read by Stan and Jack"!

Dear Stan and Jack,

I've got a few gripes, mainly about the Hulk. He has been mistreated from the start. Almost everyone was against him. When he was blamed for trying to cause a train disaster that he had really prevented, the Avengers were formed. In the AVENGERS #2 after the Space Phantom took the Hulk's identity, the Avengers were all sore at him. Confused and not knowing where to turn, he turned against humanity. Finally in #4 Captain America replaced the Hulk. I like Captain America and like him being in the Avengers, but it's not fair to the Hulk. Now you'll probably make Rick Jones Cap's partner—then where will the Hulk be??

John Angell, 108 Belle Vista Ct.
Winston-Salem, S. Car.

On a picket line, demonstrating against Stan and Jack! Don't worry, Johnny, we won't forget about our jolly green giant.

SPECIAL ANNOUNCEMENTS SECTION:

—As you probably suspect, this Special Announcements section is our favorite part of the mag. It's the place where we can let our hair down and talk with you, straight from the shoulder. (Of course, Jack has more hair to let down than Stan does! Stan just kinda combs the fuzz!)

—Anyway, thanks to your enthusiastic reception, it didn't take us long—AVENGERS is now being published MONTHLY! (As is SGT. FURY!) We hope to make the same announcement about X-MEN before too long, but poor Stan and Jack only have two hands. (EACH, that is!)—We hope you liked ol' diabolical Dr. Zemo. And if you wanna see more of him, before he get that nutty hood stuck to his face, grab a copy of SGT. FURY #8, if you can still find one. It presents Zemo when he was still a mad scientist type, working for the Nazis in World War Two.

—In case you're wondering why there's so much excitement in the air here at our merry Marvel bullpen, it's because we're working on FOUR annuals at the same time! (They'll all be on sale this summer.) Jack is deftly drawing the great FANTASTIC FOUR Annual #2—Steve Ditko is speedily sketching the exciting SPIDER-MAN Annual #1—Stan is going nuts trying to put together the sensational MARVEL Annual #1—(We haven't yet decided on the exact title for it)—and then there's the MILLIE THE MODEL Annual #3—probably the only one without a million super-hero guest stars! More info about the Marv-Annuals in later issues.

—Now, to wrap things up, we'll give you a hint of AVENGERS #7—(A hint is all we CAN give—we haven't DONE it yet!) You'll see more of zenzational Zemo, and the Masters of Evil, and—well, why not? We'll find some way to bring back the hysterical HULK, also! (And THIS time we'll try to remember what his first name is!)

—So, for more suspense, spectacle, and surprises, we'll see you next ish! Don't stand up—you KNOW how insecure it makes us feel!

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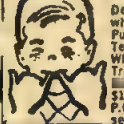

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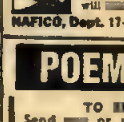

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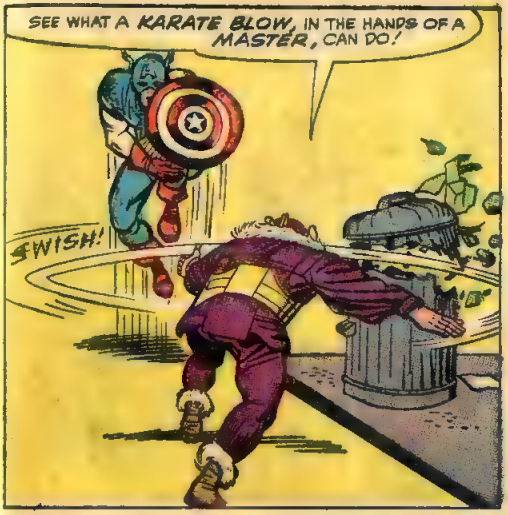
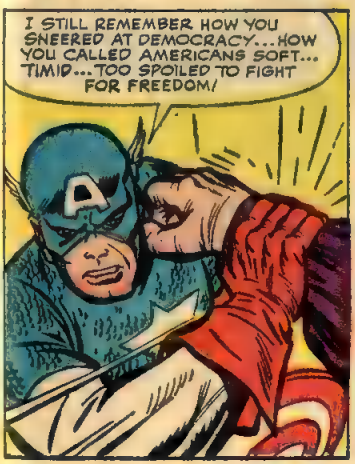
C'MON, BRIGADERS!! WE'VE GOT TO FIND CAP AND SEE IF THERE'S ANYTHING WE CAN... HEY!!
THE YOUNG FOOLS WHO SERVE AS THE EYES AND EARS OF THE AVENGERS, EH?? WELL, MY SCEPTER'S HYPNO-RAY WILL SOON CHANGE ALL OF THAT!!
UNDER THE INFUENCE OF THE MASKED MONARCH'S HYPNOTIC RAY, RICK BROWN AND HIS FELLOW TEEN BRIGADERS BECOME IMMOBILE, STARING STRAIGHT AHEAD WITH DULL UNSEEING EYES...
WE AWAIT YOUR COMMANDS, DR. ZEMO!
NATURALLY! SOON THE ENTIRE WORLD WILL PARROT THOSE WORDS TO ME!
BUT WHAT IS THIS?? WHY HAVE YOU BEEN NEAR MY MASTER CYLINDER... THE ONE I PERSONALLY IDENTIFIED WITH AN X?
SUDDENLY, A GLISTENING, WHIRLING SHIELD KNIFES THROUGH THE AIR, AS A COMMANDING VOICE RINGS OUT...
THEY'LL COME TO NO HARM!
NOT WHILE I LIVE!!
CAPTAIN AMERICA!! AT LAST!
SO, IT IS YOU, ZEMO! HOW I'VE PRAYED FOR THIS MOMENT!
I THOUGHT YOU WERE DEAD!! I THOUGHT I HAD RID MYSELF OF YOU FOREVER!
I STILL LIVE, ZEMO!! AND, THANKS TO THE AVENGERS, I STILL FIGHT!!
PERHAPS YOU [illegible] HOW I FIGHT, ZEMO? YOU [illegible] GOOD REASON TO!!
BUT I, TOO, AM A FIGHTER NOW, ACCURSED ONE! I'VE HAD THESE MANY YEARS TO LEARN... TO PRACTICE... TO PREPARE FOR THIS MOMENT IF IT EVER CAME!
19.


SEE WHAT A KARATE BLOW, IN THE HANDS OF A MASTER, CAN DO!
SWISH!

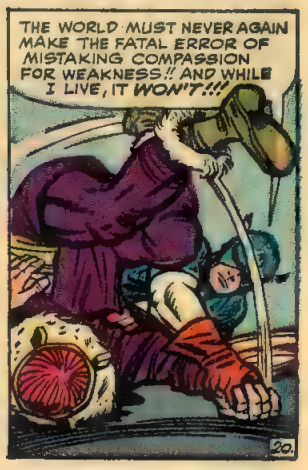
THIS IS WHY I FEAR YOU NO LONGER, CAPTAIN AMERICA!! THIS IS WHY ZEMO CAN NEVER LOSE!!

IT'S TOO BAD YOUR SKILL DOESN'T MATCH YOUR WORDS, YOU ARROGANT KILLER!
THIS IS NO INNOCENT VICTIM OF TYRANNY YOU'RE TAUNTING NOW! THIS IS CAPTAIN AMERICA!

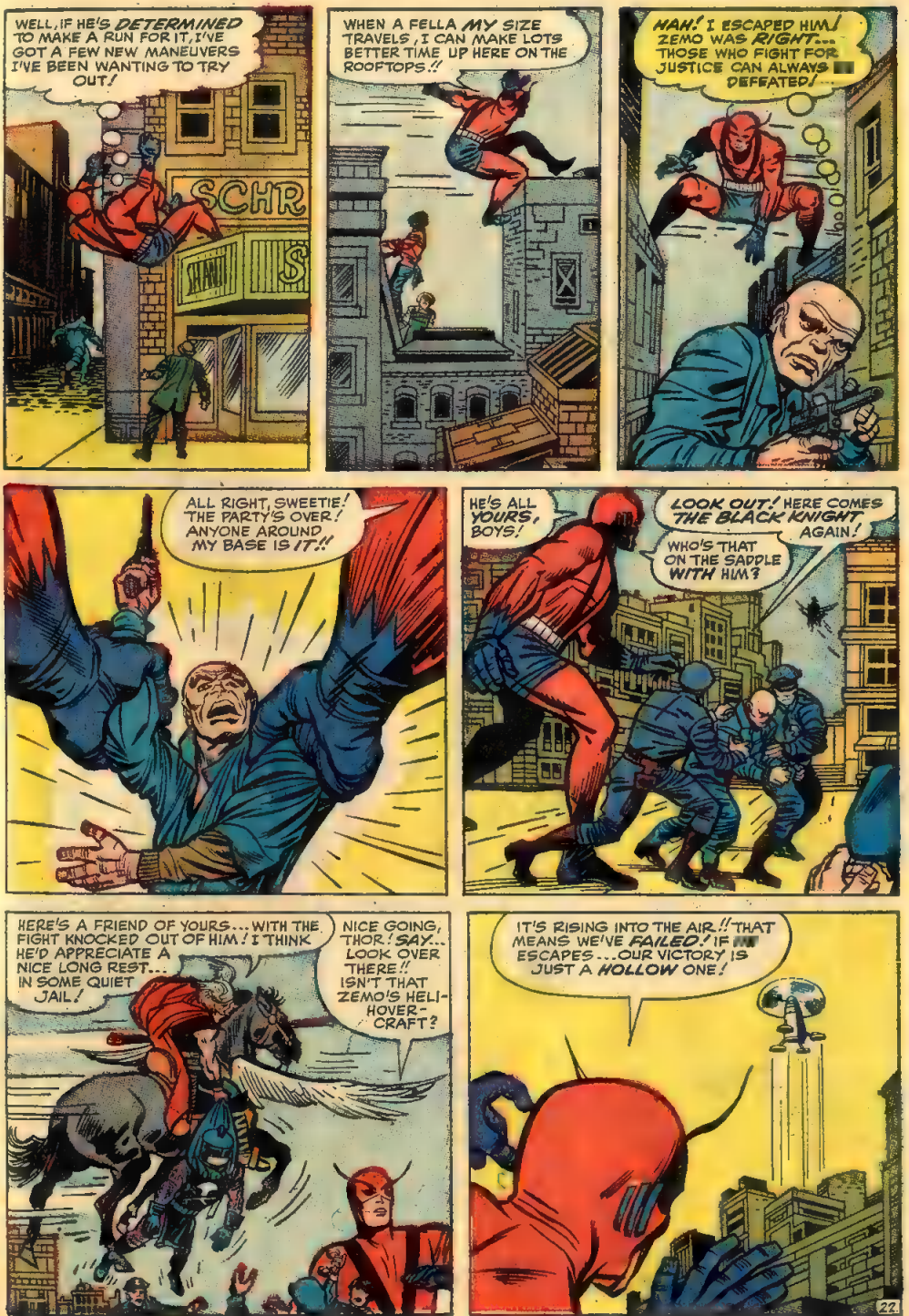
I WAS ADEPT AT EVERY FORM OF HAND-TO-HAND COMBAT KNOWN TO MAN WHILE YOU WERE STILL SAFE IN YOUR LABORATORY, SERVING YOUR NAZI MASTERS!
WHERE IS YOUR BRAGGADOCIO, NOW, MASTER OF EVIL?!!


I STILL REMEMBER HOW YOU SNEERED AT DEMOCRACY... HOW YOU CALLED AMERICANS SOFT... TIMID... TOO SPOILED TO FIGHT FOR FREEDOM!

YOU MOCKED FREE MEN! YOU BOASTED OF YOUR CONTEMPT FOR LIBERTY!!
FEEL MY GRIP, ZEMO! IT'S THE GRIP OF A FREE MAN! LOOK INTO MY EYES, TYRANT! THEY'RE THE EYES OF A MAN WHO WOULD DIE FOR LIBERTY!


THE WORLD MUST NEVER AGAIN MAKE THE FATAL ERROR OF MISTAKING COMPASSION FOR WEAKNESS!! AND WHILE I LIVE, IT WON'T!!!

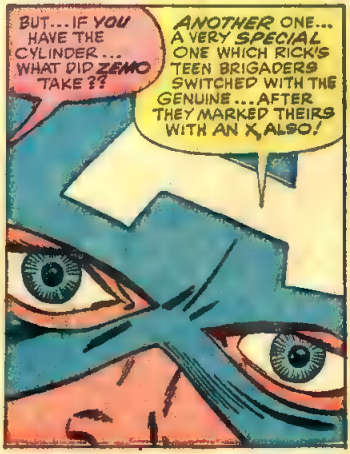
AT THAT VERY MOMENT, ALL BUT FORGOTTEN IN THE TURMOIL, ZEMO'S PILOT [illegible] HIMSELF OF HIS BONDS, AND STRIKES AT THE MASKED AVENGER... FROM BEHIND...!!
ZEMO WILL REWARD ME HANDSOMELY FOR THIS!!
BUT THE ALMOST LEGENDARY FIGHTING REFLEXES OF CAPTAIN AMERICA, HONED [illegible] BATTLE, TEMPERED IN A THOUSAND CRUSADES, MAKE HIM SWIFTLY SWERVE AS HE HEARS THE PISTOL HAMMER'S "CLICK", SO THAT THE DEADLY BULLET MERELY GRAZES HIS SKULL!
A NEW DANGER... BEHIND ME... OHH!
GOOD WORK! QUICKLY... WE MUST ESCAPE WHILE WE CAN!
WHAT ABOUT YOUR THREE ALLIES??
THE POLICE WON'T HOLD THEM FOREVER! SOONER OR LATER WE'LL REJOIN FORCES!
NOW COME!
BUT FIRST, LET ME FINISH CAPTAIN AMERICA... FOR GOOD!
YOU WERE RIGHT, HANK, HONEY! WE ARE NEEDED HERE!
GRAB THAT NAIL, JAN... YOU KNOW WHAT TO DO!
I'LL SHOOT THE ACCURSED FIGHTER FOR FREEDOM NOW, WHILE HE'S HELPLESS! THIS IS YOUR WAY, ISN'T IT, ZEMO?
THERE! NOT A SECOND TOO SOON!
THE NAIL DEFLECTED THE BULLET JUST ENOUGH! NOW IT'S UP TO MY BLUE-EYED PARTNER!
AND THEN, BEFORE THE MERCILESS PILOT CAN FIRE A SECOND SHOT...
GIANT-MAN! WHERE'D YOU COME FROM??
THE STORK BROUGHT ME! NOW HAND OVER THAT POP-GUN!
NO! NO!! YOU'LL NEVER GET ME! I WON'T LET YOU!!
WHY DOES EVERY CRIMINAL CORNBALL I MEET WANT TO END UP PLAYING TAG?!
YOU'RE MAKING ME ANGRY! I JUST HAD MY COSTUME CLEANED!
21.

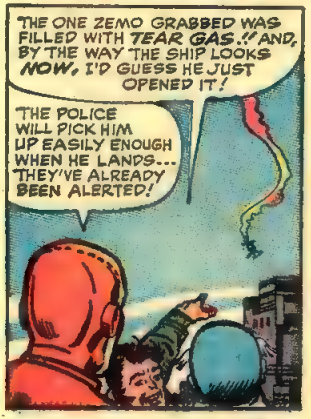

WELL, IF HE'S DETERMINED TO MAKE A RUN FOR IT, I'VE GOT A FEW NEW MANEUVERS I'VE BEEN WANTING TO TRY OUT!
SCHR
SHANT
S
WHEN A FELLA MY SIZE TRAVELS, I CAN MAKE LOTS BETTER TIME UP HERE ON THE ROOFTOPS!!
HAH! I ESCAPED HIM! ZEMO WAS RIGHT... THOSE WHO FIGHT FOR JUSTICE CAN ALWAYS BE DEFEATED!
ALL RIGHT, SWEETIE! THE PARTY'S OVER! ANYONE AROUND MY BASE IS IT!!
HE'S ALL YOURS, BOYS!
LOOK OUT! HERE COMES THE BLACK KNIGHT, AGAIN!
WHO'S THAT ON THE SADDLE WITH HIM?
HERE'S A FRIEND OF YOURS... WITH THE FIGHT KNOCKED OUT OF HIM! I THINK HE'D APPRECIATE A NICE LONG REST... IN SOME QUIET JAIL!
NICE GOING, THOR! SAY... LOOK OVER THERE!! ISN'T THAT ZEMO'S HELI-HOVER-CRAFT?
IT'S RISING INTO THE AIR!! THAT MEANS WE'VE FAILED! IF HE ESCAPES... OUR VICTORY IS JUST A HOLLOW ONE!

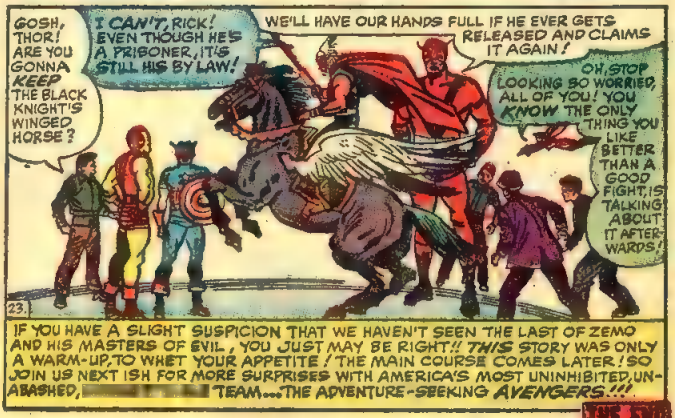
CAP! IRON MAN! ZEMO JUST TOOK OFF! WE'VE GOT TO GO AFTER HIM!!
THAT WON'T BE NECESSARY, MY FRIEND! HE WON'T GET VERY FAR! I TOOK CARE OF THAT!!
I'LL GET THESE COURAGEOUS TEEN-BRIGADERS OUT OF THEIR HYPNOTIC STATE BY MEANS OF MY WHIRLING PALM-SIGNALLER, CAP! MEAN-TIME, YOU EXPLAIN THINGS TO OUR KING-SIZED BUDDY!
SAY, WHAT'S GOIN' ON ??I.. I FEEL LIKE I'M JUST WAKIN' UP FROM A LONG NAP!!

EXPLAIN WHAT THINGS?? ISN'T ZEMO IN THAT SHIP ?? IF NOT, WHO IS ??
OH, HE'S IN IT ALL RIGHT!!

BUT HE THOUGHT HE HAD TAKEN A CYLINDER OF PASTE-POT PETE'S SUPER-DISSOLVER WITH HIM, SO THAT HE COULD FINALLY GET HIS HOOD OFF, AFTER ALL THESE YEARS!... THIS IS THE VIAL WHICH HE THOUGHT HE TOOK!


BUT... IF YOU HAVE THE CYLINDER... WHAT DID ZEMO TAKE ??
ANOTHER ONE... A VERY SPECIAL ONE WHICH RICK'S TEEN BRIGADERS SWITCHED WITH THE GENUINE... AFTER THEY MARKED THEIRS WITH AN X, ALSO!


THE ONE ZEMO GRABBED WAS FILLED WITH TEAR GAS..!! AND, BY THE WAY THE SHIP LOOKS NOW, I'D GUESS HE JUST OPENED IT!
THE POLICE WILL PICK HIM UP EASILY ENOUGH WHEN HE LANDS... THEY'VE ALREADY BEEN ALERTED!


GOSH, THOR! ARE YOU GONNA KEEP THE BLACK KNIGHT'S WINGED HORSE?
I CAN'T, RICK! EVEN THOUGH HE'S A PRISONER, IT'S STILL HIS BY LAW!
WE'LL HAVE OUR HANDS FULL IF HE EVER GETS RELEASED AND CLAIMS IT AGAIN!
OH, STOP LOOKING SO WORRIED, ALL OF YOU! YOU KNOW THE ONLY THING YOU LIKE BETTER THAN A GOOD FIGHT, IS TALKING ABOUT IT AFTERWARDS!
23.
IF YOU HAVE A SLIGHT SUSPICION THAT WE HAVEN'T SEEN THE LAST OF ZEMO AND HIS MASTERS OF EVIL, YOU JUST MAY BE RIGHT!! THIS STORY WAS ONLY A WARM-UP, TO WHET YOUR APPETITE! THE MAIN COURSE COMES LATER! SO JOIN US NEXT ISH FOR MORE SURPRISES WITH AMERICA'S MOST UNINHIBITED, UNABASHED, [redacted] TEAM... THE ADVENTURE-SEEKING AVENGERS!!!
THE END

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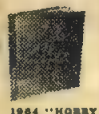

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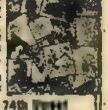

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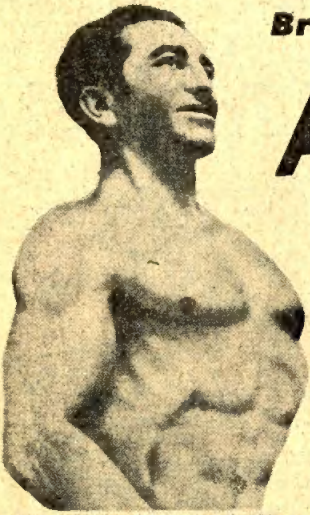

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Albert Dorne — probably the greatest money-maker in the history of commercial art. At the height of his career, he began a full-time search for people who like to draw.

He's Looking for People Who Like to Draw

TODAY HUNDREDS of men and women who never thought they could be artists are working happily at easels and drawing boards, making pictures, and getting well paid for it. They all can thank Albert Dorne, a famous artist who devotes almost his full time to helping other people become artists.

Some of the people Dorne has helped

Herb Smith was a payroll clerk. Soon after he started studying with us, he landed an art job with a large printing firm. This was four years ago; today he's head artist for the same firm.

John Busketta is another. He was a pipefitter's helper in a big gas company. Today he still works for the same company, but as an artist in the advertising department, with a big increase in pay.

Harriet Kuzniewski was bored with an "ordinary" job before she heard of Albert Dorne. Today she does high-style fashion illustration in New York.

With the right training, Wanda Pickulski gave up her typing job to become fashion artist for a local department store.

John Whitaker of Memphis was an airline clerk two years ago. Recently he won a national cartooning contest and was signed to do a newspaper comic strip.

Long before Albert Dorne started looking for people who like to draw, they came to him for advice and help. Since he alone could only help a few of these people he called together America's most successful artists —men like Norman Rockwell, Jon Whitcomb. Stevan Dohanos and Al Parker.

A Plan to Help Others

He said: "All over America, there are people who like to draw, who could be turned into good artists. Why can't we give these people the training they need—including all the trade secrets and know-how we've learned over the years? I'm suggesting a new kind of school—a home-study art school that would give talented people the best professional art training, no matter where they live."

America's 12 Most Famous Artists

Norman Rockwell	Fred Ludekens
Jon Whitcomb	Ben Stahl
Al Parker	Robert Fawcett
Stevan Dohanos	Austin Briggs
George Giusti	Harold Von Schmidt
Peter Helck	Albert Dorne

The famous artists agreed. Taking time from their busy careers, they spent several years creating a remarkable series of art lessons covering every aspect of drawing and painting. They illustrated their lessons with over 5,000 "here's-how" illustrations. The lessons start from scratch and cover every skill a top artist needs. Finally, the famous artists developed a wonderful way to give each student personal correction and advice all through his training.

Albert Dorne is not surprised by the success of his students. "The art field is growing. We keep getting calls from all over the country, asking us for practical, well-trained students who can step into full-time or part-time art jobs."

Famous Artists Talent Test

To find others with art talent worth developing, the famous artists created a 12-page talent test. Thousands paid $1 for this test, but now the School offers it free and will grade it free. If you show talent on the test, you will be eligible for training by the School. No obligation. Simply mail coupon. It might be your first step to an exciting, well-paid career in art.

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